

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11
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AÉROPOSTALE, INC., et al.,	:	Case No. 16-11275 (SHL)
	:	
Debtors.¹	:	Jointly Administered
	:	
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**SCHEDULE OF ASSETS AND LIABILITIES FOR
AÉROPOSTALE PROCUREMENT COMPANY, INC. (CASE NO. 16-11276)**

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor's federal tax identification number, as applicable, are as follows: Aéropostale, Inc. (3880); Aéropostale West, Inc. (7013); Jimmy'Z Surf Co., LLC (0461); Aero GC Management LLC (4257); Aeropostale Procurement Company, Inc. (8518); Aeropostale Licensing, Inc. (8124); P.S. from Aeropostale, Inc. (5900); GoJane LLC (4923); Aeropostale Canada Corp. (N/A); Aeropostale Holdings, Inc. (7729); and Aeropostale Puerto Rico, Inc. (6477). The Debtors' corporate headquarters is located at 112 West 34th Street, 22nd Floor, New York, NY 10120.

**GLOBAL NOTES AND STATEMENTS OF LIMITATIONS, METHODOLOGY, AND
DISCLAIMERS REGARDING THE DEBTORS' SCHEDULES OF ASSETS AND
LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

Aéropostale, Inc. (“*Aéropostale*”) and certain of its subsidiaries, as debtors and debtors in possession (collectively, the “*Debtors*”), are filing their respective Schedules of Assets and Liabilities (each, a “*Schedule*,” and collectively, the “*Schedules*”) and Statement of Financial Affairs (each, a “*Statement*” or “*SOFA*” and collectively, the “*Statements*” or “*SOFAs*”) in the Bankruptcy Court for the Southern District of New York (the “*Bankruptcy Court*”) pursuant to section 521 of title 11 of the United States Code (the “*Bankruptcy Code*”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “*Bankruptcy Rules*”).

These Global Notes and Statements of Limitations, Methodology, and Disclaimer Regarding the Debtors’ Schedules and Statements (collectively, the “*Global Notes*”) pertain to, and are incorporated by reference in, and comprise an integral part of all of the Schedules and Statements. The Global Notes are in addition to the specific notes set forth below with respect to the Schedules and Statements (the “*Specific Notes*,” and, together with the Global Notes, the “*Notes*”). These Notes should be referred to, and referenced in connection with, any review of the Schedules and Statements.

The Debtors’ management prepared the Schedules and Statements with the assistance of their advisors and other professionals. The Schedules and Statements are unaudited and subject to potential adjustment. In preparing the Schedules and Statements, the Debtors relied on financial data derived from their books and records that was available at the time of preparation. The Debtors’ management team and advisors have made reasonable efforts to ensure that the Schedules and Statements are as accurate and complete as possible under the circumstances; however, subsequent information or discovery may result in material changes to the Schedules and Statements and errors or omissions may exist. Notwithstanding any such discovery, new information, or errors or omissions, the Debtors do not undertake any obligation or commitment to update the Schedules and Statements.

The Debtors reserve all rights to amend or supplement the Schedules and Statements from time to time, in all respects, as may be necessary or appropriate, including the right to dispute or otherwise assert offsets or defenses to any claim reflected on the Schedules and Statements as to amount, liability, classification, identity of debtor, or to otherwise subsequently designate any claim as “disputed,” “contingent,” or “unliquidated.” Furthermore, nothing contained in the Schedules, Statements, or Notes shall constitute a waiver of any of the Debtors’ rights or an admission with respect to their chapter 11 cases, including any issues involving objections to claims, substantive consolidation, equitable subordination, defenses, characterization or re-characterization of contracts and leases, assumption or rejection of contracts and leases under the provisions of chapter 3 of the Bankruptcy Code, causes of action arising under the provisions of chapter 5 of the Bankruptcy Code, or any other relevant applicable laws to recover assets or avoid transfers.

The Schedules, Statements, and Notes should not be relied upon by any persons for information relating to current or future financial conditions, events, or performance of any of the Debtors or their affiliates.

1. **Description of the Cases.** On May 4, 2016 (the “*Commencement Date*”), each of the Debtors commenced a voluntary case under chapter 11 of the Bankruptcy Code. The Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On May 4, 2016, the Bankruptcy Court entered an order authorizing the joint administration of these cases pursuant to Bankruptcy Rule 1015(b). On May 11, 2016, the United States Trustee for Region 2 (the “*U.S. Trustee*”) appointed an official committee of unsecured creditors pursuant to section 1102(a)(1) of the Bankruptcy Code (the “*Creditors’ Committee*”).
2. **Basis of Presentation.** For financial reporting purposes, the Debtors generally prepare consolidated financial statements, which include information for Aéropostale and its debtor affiliates. The Schedules and Statements are unaudited and reflect the Debtors’ reasonable efforts to report certain financial information of each Debtor on an unconsolidated basis. These Schedules and Statements neither purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States (“*GAAP*”), nor are they intended to be fully reconciled with the financial statements of each Debtor.

The Debtors attempted to attribute the assets and liabilities, certain required financial information, and various cash disbursements to the particular Debtor entity. However, because the Debtors’ accounting systems, policies, and practices were developed for consolidated reporting purposes, rather than reporting by legal entity, it is possible that not all assets and liabilities have been recorded with the correct legal entity on the Schedules and Statements. Accordingly, the Debtors reserve all rights to supplement and amend the Schedules and Statements in this regard.

Given, among other things, the uncertainty surrounding the valuation of certain assets and liabilities, a Debtor may report more assets than liabilities. Such report shall not constitute an admission that such Debtor was solvent on the Commencement Date or at any time before or after the Commencement Date. Likewise, a Debtor’s reporting more liabilities than assets shall not constitute an admission that such Debtor was insolvent at the Commencement Date or any time before or after the Commencement Date.

3. **Reporting Date.** Unless otherwise noted on the specific responses, the Schedules and Statements generally reflect the Debtors’ books and records as of the close of business on May 3, 2016. The Debtors completed a normal fiscal period close on April 30, 2016 (the “*Reporting Date*”). The reported asset values align with the asset values as of May 3, 2016 to the extent possible, although certain asset categories are valued as of the Reporting Date and the liability values are as of

May 3, 2016, adjusted for authorized payments under the First Day Orders (as defined below).

4. **Current Values.** The assets and liabilities of each Debtor are listed on the basis of the book value of the asset or liability in the respective Debtor's accounting books and records. Unless otherwise noted, the carrying value on the Debtor's books, rather than the current market value, is reflected in the Schedules and Statements.
5. **Confidentiality.** There may be instances where certain information was not included or redacted due to the nature of an agreement between a Debtor and a third party, concerns about the confidential or commercially sensitive nature of certain information, or to protect the privacy of an individual. The omissions and redactions are limited to only what is necessary to protect the Debtor or a third party and will provide interested parties with sufficient information to discern the nature of the listing.
6. **Consolidated Entity Accounts Payable and Disbursement Systems.** As described in the Cash Management Motion,¹ the Debtors utilize an integrated, centralized cash management system, in the ordinary course of business, to collect, concentrate, and disburse funds generated by their operations (the "**Cash Management System**"). The Debtors maintain a consolidated accounts payable and disbursements system to pay operating and administrative expenses through disbursement accounts.

In the ordinary course of business, the Debtors maintain business relationships among each other, which result in intercompany receivables and payables (the "**Intercompany Claims**") arising from intercompany transactions (the "**Intercompany Transactions**"). As set forth more fully in the Cash Management Motion, the primary Intercompany Transactions giving rise to Intercompany Claims are cash receipts activities, disbursement activities, inventory purchases, and expense allocations. Historically, Intercompany Claims are not settled by actual transfers of cash among the Debtors. Instead, the Debtors track all Intercompany Transactions in their accounting system, which concurrently are recorded on the applicable Debtors' balance sheets. The Debtors' accounting system requires that all general-ledger entries be balanced at the legal-entity level. Unless otherwise noted, the Debtors have reported the aggregate net intercompany balances among the Debtors as assets on Schedule A/B or as liabilities on Schedule E/F, as appropriate.

¹ *Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363, 364, 503, and 507 for Interim and Final Authority to (i) Continue Using Existing Cash Management System, Bank Accounts, and Business Forms, (ii) Implement Changes to the Cash Management System in the Ordinary Course of Business, (iii) Continue Intercompany Transactions, (iv) Provide Administrative Expense Priority for Postpetition Intercompany Claims and for Related Relief [ECF No. 7] (the "**Cash Management Motion**").*

7. **Accuracy.** The financial information disclosed herein was not prepared in accordance with federal or state securities laws or other applicable non-bankruptcy law or in lieu of complying with any periodic reporting requirements thereunder. Persons and entities trading in or otherwise purchasing, selling, or transferring the claims against or equity interests in the Debtors should evaluate this financial information in light of the purposes for which it was prepared. The Debtors are not liable for and undertake no responsibility to indicate variations from securities laws or for any evaluations of the Debtors based on this financial information or any other information.
8. **Net Book Value of Assets.** In many instances, current market valuations are not maintained by or readily available to the Debtors. It would be prohibitively expensive, unduly burdensome, and an inefficient use of estate resources for the Debtors to obtain current market valuations for all assets. As such, wherever possible net book values as of the Reporting Date are presented for all assets other than cash, cash equivalents, inventory and FF&E. Net book value for cash, cash equivalents, inventory and FF&E are generally presented as of May 3, 2016. When necessary, the Debtors have indicated that the value of certain assets is “Unknown” or “Undetermined.” Amounts ultimately realized may vary materially from net book value (or other value so ascribed). Accordingly, the Debtors reserve all rights to amend, supplement, and adjust the asset values set forth in the Schedules and Statements. As applicable, fixed assets and leasehold improvement assets that fully have been depreciated or amortized, or were expensed for GAAP accounting purposes, have no net book value, and, therefore, are not included in the Schedules and Statements.
9. **Currency.** All amounts shown in the Schedules and Statements are in U.S. Dollars, unless otherwise indicated.
10. **Payment of Prepetition Claims Pursuant to First Day Orders.** Within the first two days of the Debtors’ chapter 11 cases, the Bankruptcy Court entered orders (the “*First-Day Orders*”) authorizing, but not directing, the Debtors to, among other things, pay certain prepetition (a) service fees and charges assessed by the Debtors’ banks and debit and credit card companies; (b) claims of shippers, warehousemen, and miscellaneous lien claimants; (c) certain insurance obligations; (d) obligations to “critical vendors;” (e) customer programs obligations; (f) employee wages, salaries, and related items, including employee benefit programs; and (g) taxes and assessments. Where the Schedules and Statements list creditors and set forth the Debtors’ scheduled amounts attributable to such claims, such schedules amounts reflect balances owed as of the Commencement Date. To the extent any adjustments are necessary for any payments made on account of such claims following the commencement of these chapter 11 cases pursuant to the authority granted to the Debtors by the Bankruptcy Court under the First Day Orders, such adjustments have been included in the Schedules and Statements unless otherwise noted on the applicable Schedule or Statement. The Debtors reserve the right to update the

Schedules and Statements to reflect payments made pursuant to the First-Day Orders.

11. **Other Paid Claims.** To the extent the Debtors have reached any postpetition settlement with a vendor or other creditor, the terms of such settlement will prevail, supersede amounts listed in the Debtors' Schedules and Statements, and shall be enforceable by all parties, subject to Bankruptcy Court approval. To the extent the Debtors pay any of the claims listed in the Schedules and Statements pursuant to any orders entered by the Bankruptcy Court, the Debtors reserve all rights to amend and supplement the Schedules and Statements and take other action, such as filing claims objections, as is necessary and appropriate to avoid overpayment or duplicate payment for such liabilities.
12. **Setoffs.** The Debtors routinely incur certain setoffs from customers and suppliers in the ordinary course of business. Setoffs in the ordinary course can result from various items including, but not limited to, intercompany transactions, pricing discrepancies, customer programs, returns, promotional funding, and other disputes between the Debtors and their customers and/or suppliers. These routine setoffs are consistent with the ordinary course of business in the Debtors' industry, and, therefore, can be particularly voluminous, unduly burdensome, and costly for the Debtors to regularly document. Therefore, although such setoffs and other similar rights may have been accounted for when scheduling certain amounts, these ordinary course setoffs are not independently accounted for, and, as such, are excluded from the Debtors' Schedules and Statements. Any setoff of a prepetition debt to be applied against the Debtors is subject to the automatic stay and must comply with section 553 of the Bankruptcy Code.
13. **Inventory.** Inventories are valued at cost on the company balance sheet using the average cost method. Inventory reserves and adjustments are based on calculations of a sample store physical inventory results, product-mix adjustments, and other inventory reserves on the Debtors' books and records. As such, individual inventory balances reported include inventory reserves.
14. **Property, plant and equipment.** Store furniture and fixtures and leasehold improvements are amortized over the lesser of their estimated useful lives or the remaining available lease terms, up to a maximum life of 10 years. Computer equipment is amortized over their estimated useful lives, up to a maximum life of 5 years. The inventories, property and equipment listed in these Schedules are presented without consideration of any mechanics' or other liens.
15. **Debtors' Reservation of Rights.** Nothing contained in the Schedules, Statements, or Notes shall constitute a waiver of rights with respect to these chapter 11 cases, including, but not limited to, the following:
 - a. Any failure to designate a claim listed on the Debtors' Schedules and Statements as "disputed," "contingent," or "unliquidated" does not constitute an admission by the Debtors that such amount is not "disputed,"

“contingent,” or “unliquidated.” The Debtors reserve the right to dispute and to assert setoff rights, counterclaims, and defenses to any claim reflected on its Schedules as to amount, liability, and classification, and to otherwise subsequently designate any claim as “disputed,” “contingent,” or “unliquidated.”

- b. The listing of a claim (a) on Schedule D as “secured,” (b) on Schedule E/F (Part 1) as “priority,” (c) on Schedule E/F (Part 2) as “unsecured,” or (d) listing a contract or lease on Schedule G as “executory” or “unexpired” does not constitute an admission by the Debtors of the legal rights of the claimant, or a waiver of the Debtors’ rights to recharacterize or reclassify such claim or contract pursuant to a schedule amendment, claim objection or otherwise. Moreover, although the Debtors may have scheduled claims of various creditors as secured claims for informational purposes, no current valuation of the Debtors’ assets in which such creditors may have a security interest has been undertaken. Except as provided in an order of the Court, the Debtors reserve all rights to dispute and challenge the secured nature or amount of any such creditor’s claims or the characterization of the structure of any transaction, or any document or instrument related to such creditor’s claim.
- c. In the ordinary course of their business, the Debtors may lease equipment from certain third-party lessors for use in the daily operation of its business. Any such leases are set forth in Schedule G and any current amount due under such leases that were outstanding as of the Petition Date is listed on Schedule E/F. The property subject to any of such leases is not reflected in Schedule A/B as either owned property or assets of the Debtors nor is such property or assets of third parties within the control of the Debtors. Nothing in the Schedules is or shall be construed as an admission or determination as to the legal status of any lease (including whether any lease is a true lease or a financing arrangement), and the Debtors reserve all rights with respect to any of such issues, including the recharacterization thereof.
- d. The claims of individual creditors for, among other things, goods, products, services or taxes are listed as the amounts entered on the Debtors’ books and records and may not reflect credits, allowances or other adjustments due from such creditors to the Debtors. The Debtors reserve all of their rights with regard to such credits, allowances and other adjustments, including the right to assert claims objections and/or setoffs with respect to the same.
- e. The Debtors’ businesses are part of a complex enterprise. Although the Debtors have exercised their reasonable efforts to ensure the accuracy of their Schedules and Statements, they nevertheless may contain errors and omissions. The Debtors hereby reserve all of their rights to dispute the validity, status, and enforceability of any contracts, agreements, and leases

set forth on the Debtors' Schedules and Statements, and to amend and supplement the Schedules and Statements as necessary.

- f. The Debtors further reserve all of their rights, claims, and causes of action with respect to the contracts and agreements listed on the Schedules and Statements, including, but not limited to, the right to dispute and challenge the characterization or the structure of any transaction, document, and instrument related to a creditor's claim.
 - g. The Debtors exercised their reasonable efforts to locate and identify guarantees and other secondary liability claims (the "***Guarantees***") in their executory contracts, unexpired leases, secured financings, debt instruments, and other agreements. Where such Guarantees have been identified, they are included in the relevant Schedules and Statements. Guarantees embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments, and other agreements inadvertently may have been omitted. Thus, the Debtors reserve their rights to amend and supplement the Schedules and Statements to the extent that additional Guarantees are identified. In addition, the Debtors reserve the right to amend the Schedules and Statements to re-characterize and reclassify any such contract or claim.
 - h. Listing a contract or lease on the Debtors' Schedules and Statements shall not be deemed an admission that such contract is an executory contract, such lease is an unexpired lease, or that either necessarily is a binding, valid, and enforceable contract. The Debtors hereby expressly reserve the right to assert that any contract listed on the Debtors' Schedules and Statements does not constitute an executory contract within the meaning of section 365 of the Bankruptcy Code, as well as the right to assert that any lease so listed does not constitute an unexpired lease within the meaning of section 365 of the Bankruptcy Code.
 - i. In the past two years, the Debtors operated through certain entities that were subsequently dissolved prior to the Commencement Date. No revenue, assets or liabilities associated with these entities have been reported in the Debtors' Schedules or Statements.
16. **Global Notes Control.** In the event that the Schedules or Statements differ from any of the foregoing Global Notes, the Global Notes shall control.

Specific Notes with Respect to the Debtors' Schedules of Assets and Liabilities

1. Schedule A/B.

- a. **A/B.3.** As set forth more fully in the Cash Management Motion, the Debtors fund their operations through a series of disbursement accounts. The Debtors maintain certain of these disbursement accounts as zero-balance accounts, and, therefore, such accounts do not carry a cash balance at the close of each business day. The values assigned to the Debtors' interest in these accounts are net of any disbursements made therefrom as of the close of business on the Reporting Date. Accordingly, due to the timing of account reconciliations and the flow of funds in the Debtors' Cash Management System, the values assigned to the Debtors' interest in these accounts may be listed as negative dollar amounts.
- b. **A/B.10-12.** The Debtors' accounts receivable information includes receivables from the Debtors' customers or other parties, which are calculated net of any amounts that, as of the Reporting Date, may be owed to such customers or parties in the form of offsets or other price adjustments pursuant to the Debtors' customer programs and day-to-day operations or may, in the Debtors' opinion, be difficult to collect from such parties due to the passage of time or other circumstances.
- c. **A/B.18-26.** Schedule A/B items 18-26 identifies the estimated value of the Debtors' inventories. The Debtors have estimated an amount of lost or damaged inventory and deducted such amount from their inventory balance.
- d. **A/B.63, 67.** Certain of the Debtors have customer information from gift card programs and credit card and online sales, which information includes personally identifiable information. The Debtors do not sell or actively maintain these lists, but maintain certain records in the ordinary course of business. Due to the need to protect confidential information and individual privacy, the Debtors have not furnished any customer lists on their Schedules.
- e. **A/B.70-76.** Despite exercising their reasonable efforts to identify all known assets, the Debtors may not have listed all of their causes of action or potential causes of action against third parties as assets in their Schedules including, but not limited to, avoidance actions arising under chapter 5 of the Bankruptcy Code and actions under other relevant non-bankruptcy laws to recover assets. Unless otherwise noted on specific responses, items reported on Schedule A/B are reported from the Debtors' book and records as of the Commencement Date. The Debtors reserve all of their rights with respect to any claims and causes of action they may have. Neither these Notes nor the Schedules shall be deemed a waiver of

any such claims or causes of action or to prejudice or impair the assertion thereof in any way.

- f. **A/B. 77.** Certain prepaid or amortized assets are listed on Schedule A/B, Item 77 in accordance with the Debtors' books and records. These amounts do not necessarily reflect assets the Debtors will be able to collect or realize.
2. **Schedule D.** The claims listed on Schedule D, as well as the guarantees of those claims listed on Schedule H, arose and were incurred on various dates; a determination of the date upon which each claim arose or was incurred would be unduly burdensome and cost prohibitive. Accordingly, not all such dates are included for each claim. To the best of the Debtors' knowledge, all claims listed on Schedule D arose or were incurred before the Commencement Date. The amounts in Schedule D are consistent with the Debtors' stipulations set forth in the *Final Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 and Rules 2002, 4001, and 9014 of the Federal Rules of Bankruptcy Procedure* (i) *Authorizing Incurrence by the Debtors of Postpetition Secured Indebtedness*, (ii) *Granting Liens*, (iii) *Authorizing Use of Cash Collateral by the Debtors and Providing for Adequate Protection*, and (iv) *Modifying the Automatic Stay* [ECF No. 298] (the "**DIP Order**"), which are subject to investigation and challenge by the Creditors' Committee or other parties in interest, all as more fully set forth in the DIP Order.

Except as otherwise agreement or stated pursuant to a stipulation, agreed order, or general order entered by the Bankruptcy Court that is or becomes final, including the DIP Order, the Debtors and their estates reserve their right to dispute and challenge the validity, perfection, or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a creditor listed on Schedule D of any Debtor and, subject to the foregoing limitations, note as follows: (a) although the Debtors may have scheduled claims of various creditors as secured claims for informational purposes, no current valuation of the Debtors' assets in which such creditors may have a lien has been undertaken; (b) the Debtors have included the results of UCC lien searches performed prior to the Commencement Date (the reporting of such results, however, shall not be deemed an admission as to the validity or existence of any such lien); (c) the Debtors reserve all rights to dispute and challenge the secured nature of any creditor's claim or the characterization of the structure of any such transaction or any document or instrument related to such creditor's claim; and (d) the descriptions provided on Schedule D only are intended to be a summary. Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent, and priority of any liens.

Detailed descriptions of the Debtors' prepetition debt structure and descriptions of collateral relating to the debt contained on Schedule D are contained in the *Declaration of David J. Dick Pursuant to Rule 1007-2 of the Local Bankruptcy Rules for the Southern District of New York* [ECF No. 4] (the "**First Day**

Declaration”). As described in the First Day Declaration, the priority of the Debtors’ prepetition secured debt is set forth in that certain intercreditor agreement, dated as of May 23, 2014 (the “**Intercreditor Agreement**”). The Intercreditor Agreement was superseded, in part, pursuant to the DIP Order. Please see the DIP Order for additional detail.

Except as specifically stated herein, real property lessors, equipment lessors, utility companies, and other parties which may hold security deposits or other security interests have not been listed on Schedule D. The Debtors have not listed on Schedule D any parties whose claims may be secured through rights of setoff, deposits, or advance payments posted by, or on behalf of, the Debtors, or judgment or statutory lien rights.

3. **Schedule E/F**

- a. **(Part 1).** The claims listed on Schedule E/F (Part 1) arose and were incurred on various dates; a determination of the date upon which each claim arose or was incurred would be unduly burdensome and cost prohibitive. Accordingly, not all such dates are included for each claim. To the best of the Debtors’ knowledge, all claims listed on Schedule E/F arose or were incurred before the Commencement Date.

The Debtors have not listed any tax, wage, or wage-related obligations which the Debtors have paid pursuant to First-Day Orders on Schedule E/F. The Debtors reserve the right to dispute or challenge whether creditors listed on Schedule E/F are entitled to priority claims.

Claims owing to various taxing authorities to which the Debtors potentially may be liable are included on the Debtors’ Schedule E/F. Certain of such claims, however, may be subject to ongoing audits and/or the Debtors otherwise are unable to determine with certainty the amount of the remaining claims listed on Schedule E/F. Therefore, the Debtors have listed all such claims as unliquidated, pending final resolution of ongoing audits or other outstanding issues.

The Debtors reserve the right to assert that any claim listed on Schedule E/F does not constitute a priority claim under the Bankruptcy Code.

- b. **(Part 2).** The Debtors have exercised their reasonable efforts to list all liabilities on Schedule E/F of each applicable Debtor. As a result of the Debtors’ consolidated operations, however, the reader should review Schedule E/F for all Debtors in these cases for a complete understanding of the unsecured debts of the Debtors. Certain creditors listed on Schedule E/F may owe amounts to the Debtors, and, as such, the Debtors may have valid setoff and recoupment rights with respect to such amounts. The amounts listed on Schedule E/F may not reflect any such right of setoff or recoupment, and the Debtors reserve all rights to assert the same and to

dispute and challenge any setoff and/or recoupment rights that may be asserted against the Debtors by a creditor. Additionally, certain creditors may assert mechanic's, materialman's, or other similar liens against the Debtors for amounts listed on Schedule E/F. The Debtors reserve their rights to dispute and challenge the validity, perfection, and immunity from avoidance of any lien purported to be perfected by a creditor listed on Schedule E/F of any Debtor. In addition, certain claims listed on Schedule E/F (Part 2) may be entitled to priority under 11 U.S.C. § 503(b)(9).

The Debtors have made reasonable efforts to include all unsecured creditors on Schedule E/F including, but not limited to, trade creditors, occupancy creditors, consultants, and other service providers; however, the Debtors believe that there are instances where creditors have yet to provide proper invoices for prepetition goods or services. While the Debtors maintain general accruals to account for these liabilities in accordance with GAAP, these amounts are estimates and have not been included on Schedule E/F.

Schedule E/F also contains information regarding pending litigation involving the Debtors. In certain instances, the relevant Debtor that is the subject of the litigation is unclear or undetermined. To the extent that litigation involving a particular Debtor has been identified, however, such information is included on that Debtor's Schedule E/F. The amounts for these potential claims are listed as undetermined and marked as contingent, unliquidated, and disputed in the Schedules.

Schedule E/F includes the aggregate net intercompany payable amounts that may or may not result in allowed or enforceable claims by or against a given Debtor, and listing these payables is not an admission on the part of the Debtors that the Intercompany Claims are enforceable or collectable. The intercompany payables also may be subject to set off, recoupment, netting, or other adjustments made pursuant to intercompany policies and arrangements not reflected in the Schedules.

Schedule E/F does not include certain balances including deferred liabilities, accruals, or general reserves. Such amounts are, however, reflected on the Debtors' books and records as required in accordance with GAAP. Such accruals primarily represent general estimates of liabilities and do not represent specific claims as of the Commencement Date. The Debtors have made reasonable efforts to include as contingent, unliquidated and/or disputed the claim of any party not included on the Debtors' open accounts payable that is associated with an account that has accrual or receipt not invoiced.

The claims of individual creditors may not reflect credits and/or allowances due from creditors to the applicable Debtor. The Debtors reserve all of their rights with respect to any such credits and/or

allowances, including the right to assert objections and/or setoffs or recoupments with respect to same.

The Bankruptcy Court has authorized the Debtors to pay, in their discretion, certain non-priority unsecured claims, pursuant to the First-Day Orders. To the extent practicable, each Debtor's Schedule E/F is intended to reflect the balance as of May 3, 2016, adjusted for postpetition payments of some or all of the Court-approved payments. Each Debtor's Schedule E/F will reflect some of the Debtor's payments of certain claims pursuant to these orders, and, to the extent an unsecured claim has been paid or may be paid, it is possible such claim is not included on Schedule E/F. Certain Debtors may pay additional claims listed on Schedule E/F during these Chapter 11 cases pursuant to these and other orders of the Bankruptcy Court and the Debtors reserve all of their rights to update Schedule E/F to reflect such payments or to modify the claims register to account for the satisfaction of such claim. Additionally, Schedule E/F does not include potential rejection damage claims, if any, of the counterparties to executory contracts and unexpired leases that have been, or may be, rejected.

4. **Schedule G.** Although reasonable efforts have been made to ensure the accuracy of Schedule G regarding executory contracts and unexpired leases (collectively, the "**Agreements**"), review is ongoing and inadvertent errors, omissions or over-inclusion may have occurred. The Debtors may have entered into various other types of Agreements in the ordinary course of their businesses, such as indemnity agreements, supplemental agreements, amendments/letter agreements, and confidentiality agreements which may not be set forth in Schedule G. In addition, as described herein, certain confidential information has been omitted or redacted.

The Debtors have not listed short-term purchase and sales orders because of their large number and transitory nature. Omission of a contract or agreement from Schedule G does not constitute an admission that such omitted contract or agreement is not an executory contract or unexpired lease. Schedule G may be amended at any time to add any omitted Agreements. Likewise, the listing of an Agreement on Schedule G does not constitute an admission that such Agreement is an executory contract or unexpired lease or that such Agreement was in effect on the Petition Date or is valid or enforceable. The Agreements listed on Schedule G may have expired or may have been modified, amended, or supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letter and other documents, instruments and agreements which may not be listed on Schedule G. Executory agreements that are oral in nature have not been included in Schedule G.

Any and all of the Debtors' rights, claims and causes of action with respect to the Agreements listed on Schedule G are hereby reserved and preserved, and as such, the Debtors hereby reserve all of their rights to (i) dispute the validity, status, or enforceability of any Agreements set forth on Schedule G, (ii) dispute or

challenge the characterization of the structure of any transaction, or any document or instrument related to a creditor's claim, including, but not limited to, the Agreements listed on Schedule G and (iii) to amend or supplement such Schedule as necessary.

Certain of the Agreements listed on Schedule G may have been entered into on behalf of more than one of the Debtors. Additionally, the specific Debtor obligor(s) to certain of the Agreements could not be specifically ascertained in every circumstance. In such cases, the Debtors have made reasonable efforts to identify the correct Debtors' Schedule G on which to list the agreement and, where a contract party remained uncertain, such Agreements may have been listed on a different Debtor's Schedule G.

5. **Schedule H.** The debtors are party to various debt agreements which were executed by multiple Debtors and other domestic subsidiaries. The obligations of guarantors under prepetition, secured credit agreements are noted on Schedule H for each individual debtor. In the ordinary course of their businesses, the Debtors are involved in pending or threatened litigation and claims arising out of the conduct of their businesses. Some of these matters may involve multiple plaintiffs and defendants, some or all of whom may assert cross-claims and counter-claims against other parties. Because such claims are listed on each Debtor's Schedule E/F and SOFA 7, as applicable, they have not been set forth individually on Schedule H. Further, the Debtors may not have identified certain guarantees that are embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments and other such agreements. No claim set forth on the Schedules and Statements of any Debtor is intended to acknowledge claims of creditors that are otherwise satisfied or discharged by other Debtors or non-Debtors. To the extent there are guarantees connected with any joint ventures to which the Debtors may be a party, such agreements are not identified in the Debtors' Schedules. The Debtors reserve all of their rights to amend the Schedules to the extent that additional guarantees are identified or such guarantees are discovered to have expired or be unenforceable.

Specific Notes With Respect to the Debtors' Statements of Financial Affairs

1. **SOFA 1.** The income stated in the Debtors' response to SOFA 1 is consistent with the consolidated sales disclosed in compliance with GAAP. The Debtors did not make specific adjustments to sales to account for certain nuances such as vendor allowances that may result in incremental cash receipts, but are recognized as reductions to cost of goods sold.

The Debtors' fiscal year ends on the last Saturday in January:

FY 2014: Comprised of 52 weeks ending January 31, 2015, consisting of four 13-week periods.

FY 2015: Comprised of 52 weeks ending January 30, 2016, consisting of four 13-week periods.

FY 2016: Comprised of 52 weeks ending January 28, 2017, consisting of four 13-week periods. This amount includes income in the 13-weeks ending April 30, 2016.

2. **SOFA 3.** The obligations of the Debtors are primarily paid by and through Aéropostale, notwithstanding the fact that certain obligations may be obligations of one or more of the affiliated debtors. Certain negative amounts may appear in the Debtors' response to SOFA 3 as a result of allocating consolidated payments to the appropriate Debtor that may have incorporated ordinary course credits or offsets available to the Debtor at the time of payment.

The payments disclosed in SOFA 3 are based on payments made by the Debtors with payment dates from February 4, 2016 to May 4, 2016. The actual dates that cash cleared the Debtors' bank accounts were not considered. The Debtors' accounts payable system does not include the corresponding payment clear dates and compiling this data would have required a significant manual review of individual bank statements. It is expected, however, that many payments included in SOFA 3 have payment clear dates that are the same as payment dates (e.g., wires and other forms of electronic payments).

The response to SOFA 3 excludes disbursements or transfers in SOFA 9, SOFA 11 and payments made relating to certain employee obligations including medical expenses.

Amounts still owed to creditors will appear on the Schedules of Assets and Liabilities for each of the Debtors.

3. **SOFA 4.** For purposes of the Schedules and Statements, the Debtors define insiders as individuals that, based upon the totality of circumstances, have a controlling interest in, or exercise sufficient control over the respective Debtor so as to unqualifiably dictate corporate policy and the disposition of assets. The Debtors do not take any position with respect to (i) such person's influence over

the control of the Debtors; (ii) the management responsibilities or functions of such individual; (iii) the decision-making or corporate authority of such individual; or (iv) whether such individual could successfully argue that he or she is not an “insider” under applicable law, including the federal securities law, or with respect to any theories of liability or any other purposes. As such, the Debtors reserve all rights to dispute whether someone identified in response to SOFA 4 is in fact an “insider” as defined in section 101(13) of the Bankruptcy Code. For more information regarding each Debtor’s officers and directors, see SOFA 28 and SOFA 29.

The payroll-related amounts shown in response to this question for any salary, bonus or additional compensation, and/or severance payments are gross amounts that do not include reductions for amounts including employee tax or benefit withholdings.

In the ordinary course of business, certain corporate or personal credit cards utilized by an insider are used to pay for travel and business-related expenses for various other individuals employed by the Debtors. As it would be unduly burdensome for the Debtors to analyze which credit card expenses related to those incurred on behalf of an insider as opposed to another employee (or the Debtors), the Debtors have listed the aggregate amount paid for such expenses.

Amounts still owed to creditors will appear on the Schedules of Assets and Liabilities for each of the Debtors.

4. **SOFA 5.** The operating Debtors occasionally return damaged, unsatisfactory or out of specification goods to vendors in the ordinary course of business. Other than ordinary course items, the Debtors are not aware of any property that has been returned to the seller.
5. **SOFA 6.** The Debtors accept payment in their various locations in the form of credit cards. As a result of the relationship with the credit card processing companies, the Debtors are involved in setoff transactions every day. Further, the Debtors’ relationships with their vendors require setoffs on regular cycles (weekly and monthly). Documentation of these setoff transactions for the 90 days prior to the Commencement Date would be onerous and unwieldy. Consequently, the Debtors have not attempted to report this information on these Statements.

The operating Debtors engage in certain customer programs, including return and refund programs pursuant to which customers may receive credits. Such transactions were not considered setoffs for the purpose of responding to SOFA 6, although the Debtors reserve all rights with respect thereto and make no admission of waiver thereby.

6. **SOFA 7.** The actions described in response to SOFA 7 are the responsive proceedings or pending proceedings of which the Debtors are aware. The actions

described in SOFA 7 include patent infringement, employee matters, and personal injury suits.

The Debtors reserve all of their rights and defenses with respect to any and all listed lawsuits and administrative proceedings. The listing of any such suits and proceedings shall not constitute an admission by the Debtors of any liabilities or that the actions or proceedings were correctly filed against the Debtors or any affiliates of the Debtors. The Debtors also reserve their rights to assert that neither the Debtors nor any affiliate of the Debtors is an appropriate party to such actions or proceedings. Further, the Debtors own property in numerous jurisdictions and in the ordinary course of business have disputed property valuations/tax assessments. The Debtors have not listed such disputes on SOFA 7.

7. **SOFA 9.** The donations and/or charitable contributions listed in response to SOFA 9 represent payments made to third parties during the applicable timeframe that were recorded as such within the Debtors' books and records.
8. **SOFA 10.** The losses listed may exclude those incurred in the ordinary course of business or those where the amount is *de minimis*. Amounts listed may include the value of property or estimated claim amounts for shrinkage and damage, as well as other amounts.
9. **SOFA 11.** All payments for services of any entities who provided consultation concerning debt counseling or restructuring services, relief under the Bankruptcy Code or preparation of a petition in bankruptcy within one year immediately preceding the Commencement Date were made by Aéropostale, Inc. and are, therefore, listed on that Debtor's response to SOFA 11. Additional information regarding the Debtors' retention of professional service firms is more fully described in the individual retention applications for those firms and related orders.
10. **SOFA 13.** The Debtors may, from time to time and in the ordinary course of business, transfer equipment and other assets and/or sell certain equipment and other assets to third parties. These types of ordinary course transfers have not been disclosed in SOFA 13.

To the extent that the Debtors vacated store locations during the three years immediately preceding the Commencement Date, information on these former store locations is contained in the Debtors' response to SOFA 14. As part of the store closure process, the Debtors may sell equipment, hardware and other assets with value to interested parties such as the landlord and/or third party liquidators. The Debtors may also abandon assets in place at the locations for which they have no future use or have been unable to sell to a third party. Certain *de minimis* transfers of assets resulting from such actions may not have been captured in the Debtors' response to SOFA 13.

11. **SOFA 21.** In the ordinary course of business, the Debtors' retail locations contain various equipment and items owned by others including, but not limited to, copy machines and computer hardware. Additionally, the Debtors may utilize leased property in their ordinary course of business. Therefore, the Debtors may hold property subject to leases listed on the Debtors' Schedule G.
12. **SOFA 25.** The Debtors have used their reasonable efforts to identify the beginning and ending dates of all businesses in which the Debtors were a partner or owned five percent or more of the voting or equity securities within the six years immediately preceding the Commencement Date. In certain instances, however, the dissolution dates of certain entities that are no longer in existence were not readily available and, therefore, are not included in SOFA 25. All such entities were either merged with other entities owned by the Debtors or were dissolved prior to the Commencement Date.
13. **SOFA 26(d).** The Debtors provided financial statements in the ordinary course of business to certain parties for business, statutory, credit, financing and other reasons. Recipients have included regulatory agencies, financial institutions, investment banks, debtholders, and their legal and financial advisors. Financial statements have also been provided to other parties as requested.
14. **SOFA 29.** Disclosures relate specifically to terminated job titles or positions and are not indicative of the individuals' current employment status with the Debtors.
15. **SOFA 30.** Any and all known disbursements to insiders of the Debtors, as defined above, have been listed in the response to SOFA 4. The items listed under SOFA 30 incorporate by reference any items listed under SOFA 4, and vice versa.

Fill in this information to identify the case:

Debtor name **Aeropostale Procurement Company, Inc.**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) **16-11276**

☐ Check if this is an amended filing

Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)

1a. Real property:	
Copy line 88 from <i>Schedule A/B</i>	\$ 0.00
1b. Total personal property:	
Copy line 91A from <i>Schedule A/B</i>	\$ 1,627,321,222.42
1c. Total of all property:	
Copy line 92 from <i>Schedule A/B</i>	\$ 1,627,321,222.42

Part 2: Summary of Liabilities

2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)	
Copy the total dollar amount listed in Column A, <i>Amount of claim</i> , from line 3 of <i>Schedule D</i>	\$ 0.00
3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)	
3a. Total claim amounts of priority unsecured claims:	
Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i>	\$ 0.00
3b. Total amount of claims of nonpriority amount of unsecured claims:	
Copy the total of the amount of claims from Part 2 from line 5b of <i>Schedule E/F</i>	+\$ 1,288,262,558.40
4. Total liabilities	
Lines 2 + 3a + 3b	\$ 1,288,262,558.40

Fill in this information to identify the case:

Debtor name **Aeropostale Procurement Company, Inc.**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) **16-11276**

☐ Check if this is an amended filing

Official Form 206A/B Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- ☒ No. Go to Part 2.
☐ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

Part 2: Deposits and Prepayments

6. Does the debtor have any deposits or prepayments?

- ☐ No. Go to Part 3.
☒ Yes Fill in the information below.

7. **Deposits, including security deposits and utility deposits**
Description, including name of holder of deposit

7.1. **See Schedule A/B: Part 2, Question 7 attachment** **\$224,875.00**

8. **Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**
Description, including name of holder of prepayment

8.1. **Prepaid Rent** **\$304,851.88**

8.2. **Prepaid Marketing** **\$689,744.89**

9. **Total of Part 2.**

Add lines 7 through 8. Copy the total to line 81.

\$1,219,471.77

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- ☐ No. Go to Part 4.

Debtor **Aeropostale Procurement Company, Inc.**
Name

Case number (If known) **16-11276**

☒ Yes Fill in the information below.

11. **Accounts receivable**

11a. 90 days old or less: **1,619,119,905.87** - **0.00** = **\$1,619,119,905.87**
face amount doubtful or uncollectible accounts

12. **Total of Part 3.**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$1,619,119,905.87

Part 4: Investments

13. **Does the debtor own any investments?**

- ☒ No. Go to Part 5.
☐ Yes Fill in the information below.

Part 5: Inventory, excluding agriculture assets

18. **Does the debtor own any inventory (excluding agriculture assets)?**

- ☐ No. Go to Part 6.
☒ Yes Fill in the information below.

	General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19.	Raw materials				
20.	Work in progress				
21.	Finished goods, including goods held for resale				
	Inventory	January 2016	\$6,276,768.00	Average Cost LCM	\$6,276,768.00

22. **Other inventory or supplies**

23. **Total of Part 5.**

Add lines 19 through 22. Copy the total to line 84.

\$6,276,768.00

24. **Is any of the property listed in Part 5 perishable?**

- ☒ No
☐ Yes

25. **Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?**

☐ No

☒ Yes. Book value **0** Valuation method **Average Cost - LCM** Current Value **1585517**

26. **Has any of the property listed in Part 5 been appraised by a professional within the last year?**

- ☒ No
☐ Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. **Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.
☐ Yes Fill in the information below.

Debtor Aeropostale Procurement Company, Inc.
Name

Case number (If known) 16-11276

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☐ No. Go to Part 8.
☒ Yes Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39.	Office furniture			
40.	Office fixtures Office Fixtures	\$73,291.14	Recent cost	\$73,291.14
41.	Office equipment, including all computer equipment and communication systems equipment and software Office equipment	\$631,785.64	Recent cost	\$631,785.64
42.	Collectibles Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles			
43.	Total of Part 7. Add lines 39 through 42. Copy the total to line 86.			\$705,076.78
44.	Is a depreciation schedule available for any of the property listed in Part 7? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes			
45.	Has any of the property listed in Part 7 been appraised by a professional within the last year? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes			

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- ☒ No. Go to Part 9.
☐ Yes Fill in the information below.

Part 9: Real property

54. Does the debtor own or lease any real property?

- ☒ No. Go to Part 10.
☐ Yes Fill in the information below.

Part 10: Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

- ☐ No. Go to Part 11.
☒ Yes Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60.	Patents, copyrights, trademarks, and trade secrets			

Debtor Aeropostale Procurement Company, Inc.
Name

Case number (If known) 16-11276

**See Schedule A/B: Part 10, Question 60
Attachment**

Unknown

Unknown

61. **Internet domain names and websites**
See Schedule A/B: Part 10, Question 61
attachment

\$0.00

\$0.00

62. **Licenses, franchises, and royalties**

63. **Customer lists, mailing lists, or other compilations**

64. **Other intangibles, or intellectual property**

65. **Goodwill**

66. **Total of Part 10.**

Add lines 60 through 65. Copy the total to line 89.

\$0.00

67. **Do your lists or records include personally identifiable information of customers** (as defined in 11 U.S.C. §§ 101(41A) and 107?)

☒ No

☐ Yes

68. **Is there an amortization or other similar schedule available for any of the property listed in Part 10?**

☒ No

☐ Yes

69. **Has any of the property listed in Part 10 been appraised by a professional within the last year?**

☒ No

☐ Yes

Part 11: All other assets

70. **Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

☐ No. Go to Part 12.

☒ Yes Fill in the information below.

**Current value of
debtor's interest**

71. **Notes receivable**

Description (include name of obligor)

72. **Tax refunds and unused net operating losses (NOLs)**

Description (for example, federal, state, local)

**Footnote: The Schedules do not include assets not on
the balance sheet.**

Tax year

\$0.00

73. **Interests in insurance policies or annuities**

74. **Causes of action against third parties (whether or not a lawsuit
has been filed)**

75. **Other contingent and unliquidated claims or causes of action of
every nature, including counterclaims of the debtor and rights to
set off claims**

76. **Trusts, equitable or future interests in property**

Debtor **Aeropostale Procurement Company, Inc.**
Name

Case number (If known) **16-11276**

77. **Other property of any kind not already listed** *Examples: Season tickets, country club membership*

78. **Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

\$0.00

79. **Has any of the property listed in Part 11 been appraised by a professional within the last year?**

☐ No

☒ Yes

Debtor **Aeropostale Procurement Company, Inc.**
Name

Case number (If known) **16-11276**

Part 12: Summary


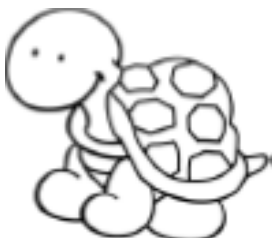

In Part 12 copy all of the totals from the earlier parts of the form





Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i>	<u>\$0.00</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$1,219,471.77</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$1,619,119,905.87</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$6,276,768.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$705,076.78</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9.....></i>		<u>\$0.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	<u>\$0.00</u>	
91. Total. Add lines 80 through 90 for each column	<u>\$1,627,321,222.42</u>	+ 91b. <u>\$0.00</u>
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		<u>\$1,627,321,222.42</u>


Schedule A/B: Part 2, Question 7 - Deposits, including security deposits and utility deposits






Payee	Account Number	Description of Deposit	Amount as of Petition
ADI - LIT Northern, LLC (Frank A. Greek & Sons, Inc.) Warehouse		Lease	\$223,125.00
Cucamonga Water District West	207263-81702	WATER	\$250.00
Cucamonga Water District West	207263-81684	WATER	\$1,500.00
		Total:	\$224,875.00




Trademarks


	Trademark	Status	Appl. No.	Appl. Date	Reg. No.	Reg. Date	Owner
1.	87	Registered	78/251,344	19-May-2003	3000665	27-Sep-2005	Aeropostale Procurement Company, Inc.
2.	87	Registered	77/149,679	05-Apr-2007	3651711	07-Jul-2009	Aeropostale Procurement Company, Inc.
3.	87	Registered	77/149,696	05-Apr-2007	3669841	18-Aug-2009	Aeropostale Procurement Company, Inc.
4.	A & DESIGN 	Registered	76/344,182	29-Nov-2001	2680386	28-Jan-2003	Aeropostale Procurement Company, Inc.
5.	A GRAPHIC IMAGE OF A TURTLE 	Registered	78/522,220	23-Nov-2004	3041426	10-Jan-2006	Aeropostale Procurement Company, Inc.
6.	A GRAPHIC IMAGE OF A WHALE 	Registered	78/522,226	23-Nov-2004	3095135	23-May-2006	Aeropostale Procurement Company, Inc.


	Trademark	Status	Appl. No.	Appl. Date	Reg. No.	Reg. Date	Owner
7.	A87 & Design 	Registered	78/746,520	03-Nov-2005	3151023	03-Oct-2006	Aeropostale Procurement Company, Inc.
8.	A87	Registered	77/149,505	05-Apr-2007	3477550	29-Jul-2008	Aeropostale Procurement Company, Inc.
9.	A87	Registered	85/325,662	20-May-2011	4074223	20-Dec-2011	Aeropostale Procurement Company, Inc.
10.	A87	Registered	85/773,041	06-Nov-2012	4324559	23-Apr-2013	Aeropostale Procurement Company, Inc.
11.	AERO	Registered	85/310,708	03-May-2011	4299932	12-Mar-2013	Aeropostale Procurement Company, Inc.
12.	AERO & HEARTS DESIGN 	Registered	77/074,489	02-Jan-2007	3529688	11-Nov-2008	Aeropostale Procurement Company, Inc.
13.	AERO (STYLIZED & DESIGN) 	Registered	77/074,477	02-Jan-2007	3545732	16-Dec-2008	Aeropostale Procurement Company, Inc.
14.	AERO (STYLIZED) 	Registered	75/942,762	13-Mar-2000	2911335	14-Dec-2004	Aeropostale Procurement Company, Inc.



	Trademark	Status	Appl. No.	Appl. Date	Reg. No.	Reg. Date	Owner
15.	AERO AND EXPLOSION DESIGN 	Registered	78/289,477	19-Aug-2003	2937762	05-Apr-2005	Aeropostale Procurement Company, Inc.
16.	AERO ATHLETICS	Registered	78/272,006	09-Jul-2003	2927817	22-Feb-2005	Aeropostale Procurement Company, Inc.
17.	AERO NOW	Registered	86/198,852	20-Feb-2014	4661024	23-Dec-2014	Aeropostale Procurement Company, Inc.
18.	AEROPOSTALE	Registered	73/708,584	01-Feb-1988	1525345	21-Feb-1989	Aeropostale Procurement Company, Inc.
19.	AEROPOSTALE	Registered	73/708,583	01-Feb-1988	1548372	18-Jul-1989	Aeropostale Procurement Company, Inc.
20.	AEROPOSTALE	Registered	73/679,424	19-Aug-1987	1485368	19-Apr-1988	Aeropostale Procurement Company, Inc.
21.	AEROPOSTALE	Registered	73/679,252	18-Aug-1987	1487211	03-May-1988	Aeropostale Procurement Company, Inc.
22.	AEROPOSTALE	Registered	78/907,234	13-Jun-2006	3233142	24-Apr-2007	Aeropostale Procurement Company, Inc.
23.	AEROPOSTALE	Registered	77/070,636	22-Dec-2006	3361415	01-Jan-2008	Aeropostale Procurement Company, Inc.
24.	AEROPOSTALE	Registered	77/070,654	22-Dec-2006	3361416	01-Jan-2008	Aeropostale Procurement Company, Inc.
25.	AEROPOSTALE	Registered	77/052,018	28-Nov-2006	3287647	04-Sep-2007	Aeropostale Procurement Company, Inc.
26.	AEROPOSTALE	Registered	77/058,161	06-Dec-2006	3285272	28-Aug-2007	Aeropostale Procurement Company, Inc.
27.	AEROPOSTALE	Registered	77/070,674	22-Dec-2006	3285335	28-Aug-2007	Aeropostale Procurement Company, Inc.
28.	AEROPOSTALE	Registered	77/149,296	05-Apr-2007	3443836	10-Jun-2008	Aeropostale Procurement Company, Inc.
29.	AEROPOSTALE	Registered	77/187,554	22-May-2007	3444014	10-Jun-2008	Aeropostale Procurement Company, Inc.
	AEROPOSTALE	Registered	86/727,210	17-Aug-2015	4895881	02-Feb-2016	Aeropostale Procurement Company, Inc.

	Trademark	Status	Appl. No.	Appl. Date	Reg. No.	Reg. Date	Owner
30.	AEROPOSTALE (STYLIZED) 	Registered	73/502,671	05-Oct-1984	1354292	13-Aug-1985	Aeropostale Procurement Company, Inc.
31.	AEROPOSTALE 87	Registered	85/773,018	06-Nov-2012	4328454	30-Apr-2013	Aeropostale Procurement Company, Inc.
32.	AEROPOSTALE A & DESIGN  AÉROPOSTALE	Registered	76/344,183	29-Nov-2001	2680387	28-Jan-2003	Aeropostale Procurement Company, Inc.
33.	AEROPOSTALE A87	Registered	85/773,154	06-Nov-2012	4328455	30-Apr-2013	Aeropostale Procurement Company, Inc.
34.	AEROPOSTALE AND BUTTERFLY DESIGN 	Registered	77/067,198	19-Dec-2006	3384078	19-Feb-2008	Aeropostale Procurement Company, Inc.
35.	AEROPOSTALE AND BUTTERFLY DESIGN 	Registered	77/066,620	18-Dec-2006	3293234	18-Sep-2007	Aeropostale Procurement Company, Inc.
36.	AEROPOSTALE AND BUTTERFLY DESIGN 	Registered	77/975,079	19-Dec-2006	3381679	12-Feb-2008	Aeropostale Procurement Company, Inc.


	Trademark	Status	Appl. No.	Appl. Date	Reg. No.	Reg. Date	Owner
37.	<p>AEROPOSTALE COMPAGNIE GENERALE FAISANT L'IMPOSSIBLE!: SERVICE QUOTIDIEN POUR L'ESPAGNE, LE MAROC & L</p> 	Registered	73/607,577	02-Jul-1986	1441289	02-Jun-1987	Aeropostale Procurement Company, Inc.
38.	<p>AEROPOSTALE DESIGNED IN NYC (Stylized 1)</p> 	Registered	86/164,801	14-Jan-2014	4572424	22-Jul-2014	Aeropostale Procurement Company, Inc.
39.	<p>AEROPOSTALE designed in nyc (Stylized 2)</p> 	Registered	86/171,612	22-Jan-2014	4572463	22-Jul-2014	Aeropostale Procurement Company, Inc.
40.	AEROPOSTALE MAXIMUM	Registered	86/272042	05-May-2014	4609927	23-Sep-2014	Aeropostale Procurement Company, Inc.
41.	AEROPOSTALE NYC	Registered	85/773,124	06-Nov-2012	4395142	03-Sep-2013	Aeropostale Procurement Company, Inc.
42.	#BESTBOOTYEVER	Registered	86/212,703	06-Mar-2014	4658719	23-Dec-2014	Aeropostale Procurement Company, Inc.
43.	BROOKLYN CALLING	Registered	86/197,516	19-Feb-2014	4661019	23-Dec-2014	Aeropostale Procurement Company, Inc.
44.	EIGHTY 7	Registered	78/445,275	02-Jul-2004	3532383	11-Nov-2008	Aeropostale Procurement Company, Inc.

	Trademark	Status	Appl. No.	Appl. Date	Reg. No.	Reg. Date	Owner
45.	EIGHTY SEVEN	Registered	78/445,273	02-Jul-2004	3421014	29-Apr-2008	Aeropostale Procurement Company, Inc.
46.	FREE STATE	Registered	86/132,645	02-Dec-2013	4660903	23-Dec-2014	Aeropostale Procurement Company, Inc.
52.	Hearts logo 	Registered	86/275,816	08-May-2014	4609931	23-Sep-2014	Aeropostale Procurement Company, Inc.
53.	INVITE ONLY	Registered	86/200,066	21-Feb-2014	4697157	03-Mar-2015	Aeropostale Procurement Company, Inc.

	Trademark	Status	Appl. No.	Appl. Date	Reg. No.	Reg. Date	Owner
58.							
59.							
60.							
61.							
62.							
63.	JUNIE AND JADE	Registered	86/290,114	23-May-2014	4733147	05-May-2015	Aeropostale Procurement Company, Inc.
64.	LEAGUE 87	Registered	86/271,836	05-May-2014	4697287	03-03-2015	Aeropostale Procurement Company, Inc.
65.	LIVE LOVE DREAM	Registered	85/710,446	22-Aug-2012	4460948	07-Jan-2014	Aeropostale Procurement Company, Inc.
66.	LIVE LOVE DREAM	Registered	85/755,971	17-Oct-2012	4482218	11-Feb-2014	Aeropostale Procurement Company, Inc.
67.	LIVE LOVE DREAM	Registered	85/794,355	04-Dec-2012	4502798	25-Mar-2014	Aeropostale Procurement Company, Inc.
68.	LIVE LOVE DREAM AERO	Registered	85/710,464	22-Aug-2012	4460949	07-Jan-2014	Aeropostale Procurement Company, Inc.
69.	LIVE LOVE DREAM AEROPOSTALE	Registered	85/794,134	04-Dec-2012	4324601	23-Apr-2013	Aeropostale Procurement Company, Inc.
70.	LLD Heart Logo 	Registered	86/019,535	25-Jul-2013	4491028	04-Mar-2014	Aeropostale Procurement Company, Inc.




	Trademark	Status	Appl. No.	Appl. Date	Reg. No.	Reg. Date	Owner
71.	LLD Heart Logo 	Registered	86/020,274	25-Jul-2013	4491065	04-Mar-2014	Aeropostale Procurement Company, Inc.
72.	LLD Heart logo 	Registered	86/271,696	05-May-2014	4697284	03-Mar-2015	Aeropostale Procurement Company, Inc.
73.	LOCKERSTOCK	Registered	86/197,697	19-Feb-2014	4661020	23-Dec-2014	Aeropostale Procurement Company, Inc.
74.	LORIMER	Registered	86/127,083	22-Nov-2013	4660874	23-Dec-2014	Aeropostale Procurement Company, Inc.
75.	MAP TO MARS	Registered	86/127,129	22-Nov-2013	4660875	23-Dec-2014	Aeropostale Procurement Company, Inc.
76.	PIER 62	Registered	86/271,794	05-May-2014	4697285	03-Mar-2015	Aeropostale Procurement Company, Inc.
77.	PRIME AEROPOSTALE	Registered	86/271,762	05-May-2014	4721541	14-Apr-2015	Aeropostale Procurement Company, Inc.

	Trademark	Status	Appl. No.	Appl. Date	Reg. No.	Reg. Date	Owner
78.	PS ACTIVATE and triangle design 	Registered	86/041,750	19-Aug-2013	4696765	03-Mar-2014	Aeropostale Procurement Company, Inc.
79.	PS COUTURE ESTABLISHED MMIX New York (Stylized) 	Registered	86/163,683	13-Jan-2014	4596355	02-Sep-2014	Aeropostale Procurement Company, Inc.
80.	PS FROM AEROPOSTALE	Registered	77/488,907	02-Jun-2008	3693636	06-Oct-2009	Aeropostale Procurement Company, Inc.
81.	PS FROM AEROPOSTALE	Registered	77/976,066	02-Jun-2008	4150648	29-May-2012	Aeropostale Procurement Company, Inc.
82.	PS FROM AEROPOSTALE	Registered	77/488,966	02-Jun-2008	3709721	10-Nov-2009	Aeropostale Procurement Company, Inc.
83.	PS FROM AEROPOSTALE	Registered	77/978,100	02-Jun-2008	3716916	24-Nov-2009	Aeropostale Procurement Company, Inc.
84.	PS FROM AEROPOSTALE	Registered	77/979,123	02-Jun-2008	3794934	25-May-2010	Aeropostale Procurement Company, Inc.
85.	PS09	Registered	85/311,863	04-May-2011	4067167	06-Dec-2011	Aeropostale Procurement Company, Inc.
86.	PS09	Registered	85/314,169	06-May-2011	4067245	06-Dec-2011	Aeropostale Procurement Company, Inc.
87.	PS4U	Registered	85/311,949	04-May-2011	4067170	06-Dec-2011	Aeropostale Procurement Company, Inc.
88.	PS4U	Registered	85/314,287	06-May-2011	4067246	06-Dec-2011	Aeropostale Procurement Company, Inc.

	Trademark	Status	Appl. No.	Appl. Date	Reg. No.	Reg. Date	Owner
89.	SIGNATURE POCKET STITCH 	Registered	78/625,787	09-May-2005	3336202	13-Nov-2007	Aeropostale Procurement Company, Inc.
90.	SOHO NIGHTS AEROPOSTALE	Registered	86/272,570	06-May-2014	4721546	23-Sep-2014	Aeropostale Procurement Company, Inc.
91.	TOKYO DARLING	Registered	86/135,920	05-Dec-2013	4660909	23-Dec-2014	Aeropostale Procurement Company, Inc.

Trademark Applications

	Trademark	Status	Appl. No.	Appl. Date	Reg. No.	Reg. Date	Owner
1.	AERO	Pending	86/486,763	19-Dec-2014	4794024	18-Aug-2015	Aeropostale Procurement Company, Inc.
2.	AERO	Pending	86/531,091	11-Feb-2015	N/A	N/A	Aeropostale Procurement Company, Inc.
3.	AERO NYC	Pending	85/772,770	06-Nov-2012	N/A	N/A	Aeropostale Procurement Company, Inc.
4.	AERONYC	Pending	85/772,819	06-Nov-2012	N/A	N/A	Aeropostale Procurement Company, Inc.
5.	AEROPOSTALE CLOUD 9	Pending	86/272,597	06-May-2014	N/A	N/A	Aeropostale Procurement Company, Inc.
6.	AEROPOSTALE GENERAL STORE	Pending	86/680,628	01-Jul-2015	N/A	N/A	Aeropostale Procurement Company, Inc.
7.	BROOKLYN CALLING	Pending	86/511,499	22-Jan-2015	N/A	N/A	Aeropostale Procurement Company, Inc.
8.	BROOKLYN CALLING	Pending	86/511,518	22-Jan-2015	N/A	N/A	Aeropostale Procurement Company, Inc.
9.	INVITE ONLY	Pending	86/525,390	05-Feb-2015	N/A	N/A	Aeropostale Procurement Company, Inc.
10.	LIVE LOVE DREAM	Pending	85/794,301	04-Dec-2012	N/A	N/A	Aeropostale Procurement Company, Inc.
11.	LOVE ³	Pending	86/564,920	16-Mar-2015	N/A	N/A	Aeropostale Procurement Company, Inc.
	PRINCE & FOX	Pending	86/866,961	06-Jan-2016	N/A	N/A	Aeropostale Procurement Company, Inc.
12.	TWIN FARMS GENERAL STORE	Pending	86/706,831	28-Jul-2015	N/A	N/A	Aeropostale Procurement Company, Inc.
13.	TWIN FARM TRADING COMPANY	Pending	86/706,886	28-Jul-2015	N/A	N/A	Aeropostale Procurement Company, Inc.
14.	TOKYO DARLING	Pending	86/511,509	22-Jan-2015	N/A	N/A	Aeropostale Procurement Company, Inc.
15.	TOKYO DARLING	Pending	86/511,521	22-Jan-2015	N/A	N/A	Aeropostale Procurement Company, Inc.

		Pending	86/926,314	02-Mar-2016	N/A	N/A	Aeropostale Procurement Company, Inc.
	PRINCE & FOX	Pending	86/919,805	25-Feb-2016	N/A	N/A	Aeropostale Procurement Company, Inc.
	 (DESIGN ONLY)	Pending	86/919,892	25-Feb-2016	N/A	N/A	Aeropostale Procurement Company, Inc.
	 (DESIGN ONLY)	Pending	86/867,021	06-Feb-2016	N/A	N/A	Aeropostale Procurement Company, Inc.
	CAPE ➤ JUBY	Pending	86/867,232	06-Jan-2016	N/A	N/A	Aeropostale Procurement Company, Inc.
	CAPE ➤ JUBY	Pending	86/920,011	25-Feb-2016	N/A	N/A	Aeropostale Procurement Company, Inc.

Schedule A/B: Part 10, Question 61 - Internet domain names and websites

Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
1warmkid.com	\$0.00	N/A		10/15/2020
87aero.biz	\$0.00	N/A		9/11/2019
87aero.ca	\$0.00	N/A		9/11/2016
87aero.com	\$0.00	N/A		9/11/2019
87aero.info	\$0.00	N/A		9/11/2019
87aero.mobi	\$0.00	N/A		9/11/2019
87aero.net	\$0.00	N/A		9/11/2019
87aero.tv	\$0.00	N/A		9/11/2019
a3ropostale.com	\$0.00	N/A		8/18/2016
a4ropostale.com	\$0.00	N/A		8/19/2016
a87peer.com	\$0.00	N/A		6/28/2018
acropostale.com	\$0.00	N/A		11/8/2016
adropostale.com	\$0.00	N/A		8/18/2016
aeapostale.com	\$0.00	N/A		8/25/2016
aedopostale.com	\$0.00	N/A		8/19/2016
aeepostale.com	\$0.00	N/A		12/24/2016
aeeropostale.com	\$0.00	N/A		8/25/2016
aefopostale.com	\$0.00	N/A		8/18/2016
aeopostale.com	\$0.00	N/A		11/27/2016
aeorpostale.com	\$0.00	N/A		11/27/2016
aer9postale.com	\$0.00	N/A		8/18/2016
aeriopostale.com	\$0.00	N/A		7/8/2017
aerkpostale.com	\$0.00	N/A		8/19/2016
aerlpostale.com	\$0.00	N/A		8/18/2016
aeroapostale.com	\$0.00	N/A		12/14/2016
aero-cares.com	\$0.00	N/A		7/12/2017
aero-cares.info	\$0.00	N/A		7/12/2017
aero-cares.net	\$0.00	N/A		7/12/2017
aero-cares.org	\$0.00	N/A		7/12/2017
aerocares.xxx	\$0.00	N/A		12/6/2018
aerocoasttocoast.com	\$0.00	N/A		3/21/2021

Schedule A/B: Part 10, Question 61 - Internet domain names and websites

Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
aerodenimdude.com	\$0.00	N/A		6/10/2017
aeroepostale.com	\$0.00	N/A		8/18/2016
aerogives.com	\$0.00	N/A		7/12/2017
aerogives.info	\$0.00	N/A		7/12/2017
aerogives.net	\$0.00	N/A		7/12/2017
aerogives.org	\$0.00	N/A		7/12/2017
aerogives.xxx	\$0.00	N/A		12/6/2018
aeroholidaysweeps.com	\$0.00	N/A		11/16/2020
aerohostale.com	\$0.00	N/A		6/14/2017
aeroinsider.ca	\$0.00	N/A		6/10/2017
aero-insider.ca	\$0.00	N/A		7/1/2017
aero-insider.com	\$0.00	N/A		7/1/2017
aeroinsider.info	\$0.00	N/A		6/10/2018
aero-insider.info	\$0.00	N/A		7/1/2017
aeroinsider.mobi	\$0.00	N/A		6/10/2019
aero-insider.mobi	\$0.00	N/A		7/1/2017
aeroinsider.net	\$0.00	N/A		6/10/2018
aero-insider.net	\$0.00	N/A		7/1/2017
aeroinsider.us	\$0.00	N/A		6/10/2018
aeroinsider.us.com	\$0.00	N/A		6/10/2018
aero-insider.us.com	\$0.00	N/A		7/1/2017
aeroinsider.xxx	\$0.00	N/A		6/10/2018
aero-insider.xxx	\$0.00	N/A		7/1/2017
aeroinsiderrewards.ca	\$0.00	N/A		7/1/2017
aeroinsiderrewards.com	\$0.00	N/A		7/1/2017
aeroinsiderrewards.info	\$0.00	N/A		7/1/2017
aeroinsiderrewards.mobi	\$0.00	N/A		7/1/2017
aeroinsiderrewards.net	\$0.00	N/A		7/1/2017
aeroinsiderrewards.us.com	\$0.00	N/A		7/1/2017
aeroinsiderrewards.xxx	\$0.00	N/A		7/1/2017
aeroinsiders.ca	\$0.00	N/A		6/14/2017

Schedule A/B: Part 10, Question 61 - Internet domain names and websites

Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
aeroinsiders.com	\$0.00	N/A		6/14/2017
aeroinsiders.info	\$0.00	N/A		6/14/2017
aeroinsiders.mobi	\$0.00	N/A		6/14/2017
aeroinsiders.net	\$0.00	N/A		6/14/2017
aeroinsiders.us.com	\$0.00	N/A		6/14/2017
aeroinsiders.xxx	\$0.00	N/A		6/14/2017
aerolivelovedream.biz	\$0.00	N/A		12/20/2017
aerolivelovedream.com	\$0.00	N/A		12/20/2017
aerolivelovedream.info	\$0.00	N/A		12/20/2017
aerolivelovedream.mobi	\$0.00	N/A		12/20/2017
aerolivelovedream.net	\$0.00	N/A		12/20/2017
aerolivelovedream.tv	\$0.00	N/A		12/20/2017
aerolivelovedream.us	\$0.00	N/A		12/20/2017
aerolivelovedream.us.com	\$0.00	N/A		12/20/2017
aerolivelovedream.xxx	\$0.00	N/A		12/20/2017
aerolostale.com	\$0.00	N/A		8/18/2016
aerolpostale.com	\$0.00	N/A		10/8/2016
aeronow.biz	\$0.00	N/A		2/24/2018
aeronow.com	\$0.00	N/A		12/18/2016
aeronow.info	\$0.00	N/A		2/24/2018
aeronow.mobi	\$0.00	N/A		2/24/2018
aeronow.net	\$0.00	N/A		2/24/2018
aeronow.tv	\$0.00	N/A		2/24/2018
aeronow.us.com	\$0.00	N/A		2/24/2018
aeronow.xxx	\$0.00	N/A		2/24/2018
aerooostale.com	\$0.00	N/A		5/1/2017
aerop0stale.com	\$0.00	N/A		8/25/2016
aerop9stale.com	\$0.00	N/A		8/19/2016
aeropaostale.com	\$0.00	N/A		1/23/2017
aeropastale.com	\$0.00	N/A		5/7/2017
aeropestale.com	\$0.00	N/A		12/13/2016

Schedule A/B: Part 10, Question 61 - Internet domain names and websites

Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
aerophostale.com	\$0.00	N/A		4/18/2017
aeropintowin.com	\$0.00	N/A		11/19/2018
aeropistale.com	\$0.00	N/A		8/11/2016
aeropkstale.com	\$0.00	N/A		8/19/2016
aeroplostale.com	\$0.00	N/A		10/23/2016
aeroplstale.com	\$0.00	N/A		6/3/2017
aeropoatale.com	\$0.00	N/A		11/26/2016
aeropodstale.com	\$0.00	N/A		3/26/2017
aeropodtale.com	\$0.00	N/A		8/15/2016
aeropoetale.com	\$0.00	N/A		8/18/2016
aeropoostale.com	\$0.00	N/A		1/26/2017
aeropopstale.com	\$0.00	N/A		6/6/2017
aeroporstale.com	\$0.00	N/A		2/11/2017
aeroposale.com	\$0.00	N/A		1/11/2017
aeroposatle.com	\$0.00	N/A		11/27/2016
aeroposdale.com	\$0.00	N/A		7/1/2018
aeroposfale.com	\$0.00	N/A		8/19/2016
aeroposgale.com	\$0.00	N/A		8/25/2016
aeroposlale.com	\$0.00	N/A		4/1/2017
aeroposlale.com	\$0.00	N/A		11/18/2017
aeroposotale.com	\$0.00	N/A		12/23/2016
aeroposrale.com	\$0.00	N/A		11/22/2016
aeroposstale.com	\$0.00	N/A		11/22/2017
aeropostaale.com	\$0.00	N/A		8/11/2016
aeropostacle.com	\$0.00	N/A		8/18/2016
aeropostadle.com	\$0.00	N/A		2/24/2017
aeropostae.com	\$0.00	N/A		10/18/2016
aeropostael.com	\$0.00	N/A		10/9/2016
aeropostaele.com	\$0.00	N/A		11/6/2016
aeropostaie.com	\$0.00	N/A		2/8/2017
aeropostaile.com	\$0.00	N/A		8/18/2016

Schedule A/B: Part 10, Question 61 - Internet domain names and websites

Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
aeropostakle.com	\$0.00	N/A		3/26/2017
aeropostal3.com	\$0.00	N/A		8/18/2016
aeropostal4.com	\$0.00	N/A		8/19/2016
aeropostald.com	\$0.00	N/A		8/19/2016
aeropostale.com	\$0.00	N/A		2/21/2017
a-eropostale.com	\$0.00	N/A		1/28/2017
aeropostale.tw	\$0.00	N/A		11/19/2016
aeropostale4ever.com	\$0.00	N/A		3/17/2017
aeropostale87.biz	\$0.00	N/A		9/11/2019
aeropostale87.ca	\$0.00	N/A		9/11/2016
aeropostale87.com	\$0.00	N/A		9/11/2019
aeropostale87.info	\$0.00	N/A		9/11/2019
aeropostale87.mobi	\$0.00	N/A		9/11/2019
aeropostale87.net	\$0.00	N/A		9/11/2019
aeropostale87.tv	\$0.00	N/A		9/11/2019
aeropostale87.xxx	\$0.00	N/A		12/6/2018
aeropostaleairlines.com	\$0.00	N/A		10/18/2016
aeropostaleapparel.com	\$0.00	N/A		4/7/2017
aeropostalebackpack.com	\$0.00	N/A		3/4/2017
aeropostalebog.com	\$0.00	N/A		10/20/2016
aeropostaleboys.com	\$0.00	N/A		10/28/2016
aeropostalecanada.com	\$0.00	N/A		10/16/2018
aeropostalecareers.biz	\$0.00	N/A		1/20/2019
aeropostalecareers.ca	\$0.00	N/A		1/20/2017
aeropostalecareers.com	\$0.00	N/A		1/20/2019
aeropostalecareers.info	\$0.00	N/A		1/20/2019
aeropostalecareers.mobi	\$0.00	N/A		1/20/2019
aeropostalecareers.net	\$0.00	N/A		1/20/2019
aeropostalecareers.tv	\$0.00	N/A		1/20/2019
aeropostalecareers.us	\$0.00	N/A		1/20/2019
aeropostalecareers.us.com	\$0.00	N/A		1/20/2019

Schedule A/B: Part 10, Question 61 - Internet domain names and websites

Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
aeropostalecc.com	\$0.00	N/A		7/13/2017
aeropostaleclearance.com	\$0.00	N/A		10/28/2016
aeropostaleclothes.com	\$0.00	N/A		3/2/2017
aeropostale-clothing.com	\$0.00	N/A		2/28/2017
aeropostaleclothingoutlet.com	\$0.00	N/A		2/11/2017
aeropostaleclothingshoesaccessories.com	\$0.00	N/A		3/4/2017
aeropostaleclothingstore.com	\$0.00	N/A		11/2/2016
aeropostaleclothingstores.com	\$0.00	N/A		3/4/2017
aeropostaleco.com	\$0.00	N/A		12/14/2016
aeropostalecoat.com	\$0.00	N/A		3/4/2017
aeropostalecom.com	\$0.00	N/A		4/21/2017
aeropostalecouponcodes.com	\$0.00	N/A		5/16/2017
aeropostaledesde51displaytypeg.com	\$0.00	N/A		3/4/2017
aeropostaledir.com	\$0.00	N/A		9/30/2016
aeropostaledirect.com	\$0.00	N/A		12/14/2016
aeropostalediscounts.com	\$0.00	N/A		5/29/2017
aeropostaledisplaytypeg.com	\$0.00	N/A		3/4/2017
aeropostalee.com	\$0.00	N/A		8/18/2016
aeropostaleforkids.com	\$0.00	N/A		8/18/2016
aeropostalegirl.com	\$0.00	N/A		10/28/2016
aeropostalegirls.com	\$0.00	N/A		3/4/2017
aeropostalegirls.xxx	\$0.00	N/A		12/6/2018
aeropostaleguys.com	\$0.00	N/A		10/28/2016
aeropostalehandbags.com	\$0.00	N/A		3/4/2017
aeropostalehooded.com	\$0.00	N/A		3/4/2017
aeropostalehoodedjacket.com	\$0.00	N/A		3/4/2017
aeropostalehoodie.com	\$0.00	N/A		3/4/2017
aeropostalehoodies.com	\$0.00	N/A		3/4/2017
aeropostalehr.com	\$0.00	N/A		10/27/2020
aeropostalejacket.com	\$0.00	N/A		3/4/2017
aeropostale-jeans.com	\$0.00	N/A		12/16/2016

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Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
aeropostalejuniors.com	\$0.00	N/A		3/4/2017
aeropostalel.com	\$0.00	N/A		1/24/2017
aeropostalelayouts.com	\$0.00	N/A		3/4/2017
aeropostalelogo.com	\$0.00	N/A		3/4/2017
aeropostalelot.com	\$0.00	N/A		3/4/2017
aeropostalemens.com	\$0.00	N/A		3/4/2017
aeropostalemonkey.com	\$0.00	N/A		3/4/2017
aeropostalemt.com	\$0.00	N/A		12/14/2016
aeropostalemyspacelayouts.com	\$0.00	N/A		3/4/2017
aeropostaleonline.com	\$0.00	N/A		9/1/2016
aeropostale-online-cashback.com	\$0.00	N/A		10/18/2016
aeropostaleoutfitters.com	\$0.00	N/A		5/7/2017
aeropostaleoutfitters.com	\$0.00	N/A		1/24/2017
aeropostalepants.com	\$0.00	N/A		12/16/2016
aeropostalepolo.com	\$0.00	N/A		3/4/2017
aeropostalepolos.com	\$0.00	N/A		3/4/2017
aeropostalepurse.com	\$0.00	N/A		3/4/2017
aeropostalepurses.com	\$0.00	N/A		3/4/2017
aeropostalesale.com	\$0.00	N/A		10/28/2016
aeropostaleshirt.com	\$0.00	N/A		3/4/2017
aeropostaleshirts.com	\$0.00	N/A		12/16/2016
aeropostaleshorts.com	\$0.00	N/A		12/16/2016
aeropostaleskirt0.com	\$0.00	N/A		3/4/2017
aeropostaleskirts.com	\$0.00	N/A		3/4/2017
aeropostalestores.com	\$0.00	N/A		9/15/2016
aeropostalestyle.com	\$0.00	N/A		6/17/2017
aeropostalesucks.com	\$0.00	N/A		3/11/2017
aeropostalesunamierda.com	\$0.00	N/A		3/12/2017
aeropostalesweater.com	\$0.00	N/A		3/4/2017
aeropostalesweatshirts.com	\$0.00	N/A		3/4/2017
aeropostalesweepstakes.com	\$0.00	N/A		11/28/2016

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Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
aeropostaletimessquare.com	\$0.00	N/A		9/20/2016
aeropostaletimessquare.xxx	\$0.00	N/A		12/6/2018
aeropostaletote.com	\$0.00	N/A		3/4/2017
aeropostaletyandwin.com	\$0.00	N/A		7/2/2019
aeropostalew.com	\$0.00	N/A		8/18/2016
aeropostalewomensaccessorieshandbags.com	\$0.00	N/A		3/4/2017
aeropostalewomensclothing.com	\$0.00	N/A		3/4/2017
aeropostalex.com	\$0.00	N/A		3/4/2017
aeropostalexs.com	\$0.00	N/A		3/4/2017
aeropostalie.com	\$0.00	N/A		11/13/2016
aeropostalke.com	\$0.00	N/A		7/17/2017
aeropostall.com	\$0.00	N/A		9/4/2016
aeropostaloe.com	\$0.00	N/A		8/18/2016
aeropostalr.com	\$0.00	N/A		12/24/2016
aeropostalte.com	\$0.00	N/A		11/11/2016
aeropostalw.com	\$0.00	N/A		8/18/2016
aeropostaoe.com	\$0.00	N/A		8/19/2016
aeropostape.com	\$0.00	N/A		8/18/2016
aeropostaple.com	\$0.00	N/A		12/9/2016
aeropostatile.com	\$0.00	N/A		10/11/2016
aeropostdale.com	\$0.00	N/A		9/4/2016
aeroposteale.com	\$0.00	N/A		7/7/2017
aeropostiale.com	\$0.00	N/A		3/28/2018
aeropostile.com	\$0.00	N/A		12/22/2016
aeropostlae.com	\$0.00	N/A		10/1/2016
aeropostlale.com	\$0.00	N/A		3/16/2017
aeropostles.info	\$0.00	N/A		4/23/2017
aeropostlle.com	\$0.00	N/A		2/14/2017
aeropostole.com	\$0.00	N/A		11/27/2016
aeropostrale.com	\$0.00	N/A		4/1/2017
aeropostrle.com	\$0.00	N/A		12/1/2016

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Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
aeropostsale.com	\$0.00	N/A		6/20/2017
aeroposttle.com	\$0.00	N/A		3/4/2017
aeropostyle.com	\$0.00	N/A		11/12/2016
aeroposxtale.com	\$0.00	N/A		8/18/2016
aeroposyale.com	\$0.00	N/A		12/24/2016
aeropotsale.com	\$0.00	N/A		12/24/2016
aeropoustale.com	\$0.00	N/A		8/19/2016
aeropowtale.com	\$0.00	N/A		8/25/2016
aeropoxtale.com	\$0.00	N/A		8/25/2016
aeropoztale.com	\$0.00	N/A		8/19/2016
aeroppostale.com	\$0.00	N/A		10/10/2016
aeroppstale.com	\$0.00	N/A		12/24/2016
aeroprostale.com	\$0.00	N/A		11/20/2017
aeropsstale.com	\$0.00	N/A		12/14/2016
aerorpostale.com	\$0.00	N/A		8/19/2016
aerosostale.com	\$0.00	N/A		12/7/2017
aerotostale.com	\$0.00	N/A		7/31/2016
aeroupostale.com	\$0.00	N/A		8/18/2016
aeroway.info	\$0.00	N/A		11/6/2018
aeroway.mobi	\$0.00	N/A		11/6/2018
aerpoostale.com	\$0.00	N/A		12/24/2016
aerpopostale.com	\$0.00	N/A		2/14/2017
aerpostale.com	\$0.00	N/A		11/9/2017
aerppostale.com	\$0.00	N/A		11/20/2016
aerrapostale.com	\$0.00	N/A		1/20/2017
aerropostale.com	\$0.00	N/A		8/10/2016
aersopostale.com	\$0.00	N/A		10/9/2016
aertopostale.com	\$0.00	N/A		8/18/2016
aerupostale.com	\$0.00	N/A		5/1/2017
aetopostale.com	\$0.00	N/A		6/12/2017
aeuropostale.com	\$0.00	N/A		12/11/2016

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Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
aeropostale.com	\$0.00	N/A		9/1/2016
airopostale.com	\$0.00	N/A		2/14/2018
aoeropostale.com	\$0.00	N/A		3/19/2017
apropostale.com	\$0.00	N/A		3/24/2018
areopostal.com	\$0.00	N/A		1/17/2017
areropostale.com	\$0.00	N/A		9/11/2016
aropostale.com	\$0.00	N/A		3/22/2018
aseropostale.com	\$0.00	N/A		4/19/2017
asropostale.com	\$0.00	N/A		8/25/2016
aueropostale.com	\$0.00	N/A		8/9/2016
auropostale.com	\$0.00	N/A		10/16/2016
aweropostale.com	\$0.00	N/A		11/21/2017
awire87.com	\$0.00	N/A		5/30/2017
blogaeropostale.com	\$0.00	N/A		2/1/2017
brooklyncalling.com	\$0.00	N/A		11/8/2019
buyaeropostale.com	\$0.00	N/A		12/30/2016
capejuby.clothing	\$0.00	N/A		1/6/2017
cape-juby.com	\$0.00	N/A		1/6/2017
capejuby.com.mx	\$0.00	N/A		1/6/2017
capejuby.global	\$0.00	N/A		1/6/2017
capejuby.mobi	\$0.00	N/A		1/6/2017
capejuby.mx	\$0.00	N/A		1/6/2017
capejuby.net	\$0.00	N/A		1/6/2017
capejuby.us	\$0.00	N/A		1/6/2017
capejuby.xxx	\$0.00	N/A		1/6/2017
eightseven.ca	\$0.00	N/A		1/20/2017
eightyseven.biz	\$0.00	N/A		1/20/2019
eightyseven.com	\$0.00	N/A		11/17/2016
eighty-seven.com	\$0.00	N/A		7/19/2017
eightyseven.mobi	\$0.00	N/A		1/20/2019
eightyseven.tv	\$0.00	N/A		1/20/2019

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Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
eightyseven.us.com	\$0.00	N/A		1/20/2019
eightyseven.xxx	\$0.00	N/A		2/14/2018
eropostale.com	\$0.00	N/A		11/27/2016
experienceaero.com	\$0.00	N/A		7/12/2017
experienceaero.net	\$0.00	N/A		7/12/2017
giveaero.biz	\$0.00	N/A		7/8/2019
giveaero.ca	\$0.00	N/A		7/8/2017
giveaero.com	\$0.00	N/A		7/8/2019
giveaero.info	\$0.00	N/A		7/8/2019
giveaero.mobi	\$0.00	N/A		7/8/2019
giveaero.net	\$0.00	N/A		7/8/2019
giveaero.tv	\$0.00	N/A		7/8/2019
giveaero.us.com	\$0.00	N/A		7/8/2019
giveaero.xxx	\$0.00	N/A		12/6/2018
gojane.net	\$0.00	N/A		8/25/2017
jimmylounge.com	\$0.00	N/A		3/11/2017
jimmylounge.xxx	\$0.00	N/A		12/6/2018
jimmyzbrand.com	\$0.00	N/A		4/8/2017
jimmyzbrand.net	\$0.00	N/A		4/8/2017
jimmyzbrand.xxx	\$0.00	N/A		12/6/2018
jimmyzbrandclothing.com	\$0.00	N/A		4/8/2017
jimmyzbrandclothing.net	\$0.00	N/A		4/8/2017
jimmyzclub.com	\$0.00	N/A		3/11/2017
jimmyzclub.xxx	\$0.00	N/A		12/6/2018
jimmyzco.com	\$0.00	N/A		3/11/2017
jimmyzshop.com	\$0.00	N/A		3/11/2017
jimmyzsurfco.com	\$0.00	N/A		3/11/2017
jimmyzsurfco.xxx	\$0.00	N/A		12/6/2018
jimmyzusa.biz	\$0.00	N/A		7/6/2017
jimmyzusa.com	\$0.00	N/A		11/20/2017
jimmyzusa.us	\$0.00	N/A		7/6/2017

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Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
jimmyzusa.xxx	\$0.00	N/A		12/6/2018
laeropostale.com	\$0.00	N/A		6/12/2017
livelovedreamaero.biz	\$0.00	N/A		12/20/2017
livelovedreamaero.com	\$0.00	N/A		12/20/2017
livelovedreamaero.info	\$0.00	N/A		12/20/2017
livelovedreamaero.mobi	\$0.00	N/A		12/20/2017
livelovedreamaero.net	\$0.00	N/A		12/20/2017
livelovedreamaero.tv	\$0.00	N/A		12/20/2017
livelovedreamaero.us	\$0.00	N/A		12/20/2017
livelovedreamaero.us.com	\$0.00	N/A		12/20/2017
livelovedreamaero.xxx	\$0.00	N/A		12/20/2017
lld.com	\$0.00	N/A		6/27/2020
lldpintowin.com	\$0.00	N/A		5/29/2017
lockerstock.biz	\$0.00	N/A		2/24/2018
lockerstock.com	\$0.00	N/A		11/5/2016
lockerstock.info	\$0.00	N/A		2/24/2018
lockerstock.mobi	\$0.00	N/A		2/24/2018
lockerstock.net	\$0.00	N/A		2/24/2018
lockerstock.tv	\$0.00	N/A		2/24/2018
lockerstock.us.com	\$0.00	N/A		2/24/2018
lockerstock.xxx	\$0.00	N/A		2/24/2018
maptomars.biz	\$0.00	N/A		2/24/2018
maptomars.com	\$0.00	N/A		2/24/2018
maptomars.info	\$0.00	N/A		2/24/2018
maptomars.mobi	\$0.00	N/A		2/24/2018
maptomars.net	\$0.00	N/A		2/24/2018
maptomars.tv	\$0.00	N/A		2/24/2018
maptomars.us.com	\$0.00	N/A		2/24/2018
maptomars.xxx	\$0.00	N/A		2/24/2018
mensaeropostale.com	\$0.00	N/A		3/4/2017
myaeropostale.com	\$0.00	N/A		10/7/2016

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Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
onewarmkid.com	\$0.00	N/A		8/23/2020
onewarmkid.xxx	\$0.00	N/A		12/6/2018
princefox.clothing	\$0.00	N/A		1/6/2017
prince-fox.com	\$0.00	N/A		1/6/2017
princefox.com.mx	\$0.00	N/A		1/6/2017
princefox.global	\$0.00	N/A		1/6/2017
princefox.mobi	\$0.00	N/A		1/6/2017
princefox.mx	\$0.00	N/A		1/6/2017
princefox.us	\$0.00	N/A		1/6/2017
princefox.xxx	\$0.00	N/A		1/6/2017
ps09.xxx	\$0.00	N/A		12/6/2018
ps09aeropostale.com	\$0.00	N/A		6/2/2018
ps4all.biz	\$0.00	N/A		2/4/2018
ps4all.ca	\$0.00	N/A		2/4/2017
ps4all.com	\$0.00	N/A		2/8/2017
ps4all.info	\$0.00	N/A		2/4/2018
ps4all.mobi	\$0.00	N/A		2/4/2018
ps4all.net	\$0.00	N/A		2/4/2018
ps4all.tv	\$0.00	N/A		2/4/2018
ps4all.us.com	\$0.00	N/A		2/4/2018
ps4fun.biz	\$0.00	N/A		2/4/2018
ps4fun.ca	\$0.00	N/A		2/4/2017
ps4fun.com	\$0.00	N/A		2/4/2018
ps4fun.info	\$0.00	N/A		2/4/2018
ps4fun.mobi	\$0.00	N/A		2/4/2018
ps4fun.net	\$0.00	N/A		2/4/2018
ps4fun.tv	\$0.00	N/A		2/4/2018
ps4fun.us.com	\$0.00	N/A		2/4/2018
ps4me.biz	\$0.00	N/A		2/4/2018
ps4me.ca	\$0.00	N/A		2/4/2017
ps4me.com	\$0.00	N/A		6/21/2017

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Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
ps4me.info	\$0.00	N/A		2/4/2018
ps4me.mobi	\$0.00	N/A		2/4/2018
ps4me.net	\$0.00	N/A		2/4/2018
ps4me.tv	\$0.00	N/A		2/4/2018
ps4me.us.com	\$0.00	N/A		2/4/2018
ps4u.biz	\$0.00	N/A		2/4/2018
ps4u.ca	\$0.00	N/A		2/4/2017
ps4u.com	\$0.00	N/A		11/17/2017
ps4u.mobi	\$0.00	N/A		2/4/2018
ps4u.tv	\$0.00	N/A		2/4/2018
ps4u.tw	\$0.00	N/A		11/19/2016
ps4u.us.com	\$0.00	N/A		2/4/2018
ps4u.xxx	\$0.00	N/A		12/6/2018
ps4urewards.biz	\$0.00	N/A		4/8/2021
ps4urewards.ca	\$0.00	N/A		4/8/2021
ps4urewards.com	\$0.00	N/A		4/8/2021
ps4urewards.info	\$0.00	N/A		4/8/2021
ps4urewards.mobi	\$0.00	N/A		4/8/2017
ps4urewards.net	\$0.00	N/A		4/8/2021
ps4urewards.org	\$0.00	N/A		4/8/2021
ps4urewards.tv	\$0.00	N/A		4/8/2021
ps4urewards.us	\$0.00	N/A		4/8/2021
ps4urewards.us.com	\$0.00	N/A		4/8/2021
ps4urewards.xxx	\$0.00	N/A		12/6/2018
psaeropostale.biz	\$0.00	N/A		2/4/2018
psaeropostale.ca	\$0.00	N/A		2/4/2017
psaeropostale.com	\$0.00	N/A		6/2/2018
psaeropostale.info	\$0.00	N/A		2/4/2018
psaeropostale.mobi	\$0.00	N/A		2/4/2018
psaeropostale.net	\$0.00	N/A		2/4/2018
psaeropostale.tv	\$0.00	N/A		2/4/2018

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Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
psaeropostale.us.com	\$0.00	N/A		2/4/2018
psaeropostale.xxx	\$0.00	N/A		12/6/2018
psaerorewards.biz	\$0.00	N/A		4/29/2021
psaerorewards.bz	\$0.00	N/A		4/29/2017
psaerorewards.ca	\$0.00	N/A		4/29/2021
psaerorewards.com	\$0.00	N/A		4/29/2021
psaerorewards.info	\$0.00	N/A		4/29/2021
psaerorewards.mobi	\$0.00	N/A		4/29/2017
psaerorewards.net	\$0.00	N/A		4/29/2021
psaerorewards.tv	\$0.00	N/A		4/29/2021
psaerorewards.us.com	\$0.00	N/A		4/29/2021
psbrand.biz	\$0.00	N/A		2/4/2018
psbrand.ca	\$0.00	N/A		2/4/2017
psbrand.com	\$0.00	N/A		2/4/2018
psbrand.info	\$0.00	N/A		2/4/2018
psbrand.mobi	\$0.00	N/A		2/4/2018
psbrand.net	\$0.00	N/A		2/4/2018
psbrand.tv	\$0.00	N/A		2/4/2018
psbrand.us.com	\$0.00	N/A		2/4/2018
psbyaero.biz	\$0.00	N/A		2/4/2018
psbyaero.ca	\$0.00	N/A		2/4/2017
psbyaero.com	\$0.00	N/A		2/4/2018
psbyaero.info	\$0.00	N/A		2/4/2018
psbyaero.mobi	\$0.00	N/A		2/4/2018
psbyaero.net	\$0.00	N/A		2/4/2018
psbyaero.tv	\$0.00	N/A		2/4/2018
psbyaero.us.com	\$0.00	N/A		2/4/2018
psbyaero.xxx	\$0.00	N/A		12/6/2018
psbyaeropostale.biz	\$0.00	N/A		2/4/2018
psbyaeropostale.ca	\$0.00	N/A		2/4/2017
psbyaeropostale.com	\$0.00	N/A		2/4/2018

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Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
psbyaeropostale.info	\$0.00	N/A		2/4/2018
psbyaeropostale.mobi	\$0.00	N/A		2/4/2018
psbyaeropostale.net	\$0.00	N/A		2/4/2018
psbyaeropostale.tv	\$0.00	N/A		2/4/2018
psbyaeropostale.us.com	\$0.00	N/A		2/4/2018
psforfun.biz	\$0.00	N/A		2/4/2018
psforfun.ca	\$0.00	N/A		2/4/2017
psforfun.com	\$0.00	N/A		2/4/2018
psforfun.info	\$0.00	N/A		2/4/2018
psforfun.mobi	\$0.00	N/A		2/4/2018
psforfun.net	\$0.00	N/A		2/4/2018
psforfun.tv	\$0.00	N/A		2/4/2018
psforfun.us.com	\$0.00	N/A		2/4/2018
psforme.biz	\$0.00	N/A		2/4/2018
psforme.ca	\$0.00	N/A		2/4/2017
psforme.com	\$0.00	N/A		2/4/2018
psforme.info	\$0.00	N/A		2/4/2018
psforme.mobi	\$0.00	N/A		2/4/2018
psforme.net	\$0.00	N/A		2/4/2018
psforme.tv	\$0.00	N/A		2/4/2018
psforme.us.com	\$0.00	N/A		2/4/2018
psforu.biz	\$0.00	N/A		2/4/2018
psforu.ca	\$0.00	N/A		2/4/2017
psforu.info	\$0.00	N/A		2/4/2018
psforu.mobi	\$0.00	N/A		2/4/2018
psforu.net	\$0.00	N/A		2/4/2018
psforu.tv	\$0.00	N/A		2/4/2018
psforu.us.com	\$0.00	N/A		2/4/2018
psfromaero.biz	\$0.00	N/A		2/4/2018
psfromaero.ca	\$0.00	N/A		2/4/2017
psfromaero.com	\$0.00	N/A		6/2/2018

Schedule A/B: Part 10, Question 61 - Internet domain names and websites

Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
psfromaero.info	\$0.00	N/A		2/4/2018
psfromaero.mobi	\$0.00	N/A		2/4/2018
psfromaero.net	\$0.00	N/A		2/4/2018
psfromaero.tv	\$0.00	N/A		2/4/2018
psfromaero.us.com	\$0.00	N/A		2/4/2018
psfromaeropostale.biz	\$0.00	N/A		2/4/2018
psfromaeropostale.ca	\$0.00	N/A		2/4/2017
psfromaeropostale.com	\$0.00	N/A		6/2/2018
psfromaeropostale.info	\$0.00	N/A		2/4/2018
psfromaeropostale.mobi	\$0.00	N/A		2/4/2018
psfromaeropostale.net	\$0.00	N/A		2/4/2018
psfromaeropostale.tv	\$0.00	N/A		2/4/2018
psfromaeropostale.us.com	\$0.00	N/A		2/4/2018
psholidayparty.com	\$0.00	N/A		10/1/2016
psholidayparty.net	\$0.00	N/A		10/1/2016
psholidayparty.org	\$0.00	N/A		10/1/2016
psholidaysweeps.com	\$0.00	N/A		10/12/2020
psmoms.com	\$0.00	N/A		3/13/2018
psmoms.net	\$0.00	N/A		3/13/2018
psmoms.org	\$0.00	N/A		3/13/2018
psny.com	\$0.00	N/A		7/20/2017
pspintowin.com	\$0.00	N/A		5/29/2017
pswhatmakesusmile.com	\$0.00	N/A		11/9/2020
qeropostale.com	\$0.00	N/A		5/7/2018
seropostale.com	\$0.00	N/A		9/13/2016
shopataeropostale.com	\$0.00	N/A		12/14/2016
shopjimmyz.com	\$0.00	N/A		3/11/2017
shopps.biz	\$0.00	N/A		2/4/2018
shopps.ca	\$0.00	N/A		2/4/2017
shopps.com	\$0.00	N/A		11/17/2016
shopps.net	\$0.00	N/A		7/3/2017

Schedule A/B: Part 10, Question 61 - Internet domain names and websites

Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
shopps.tv	\$0.00	N/A		2/4/2018
shopps.us.com	\$0.00	N/A		2/4/2018
slaeropostale.com	\$0.00	N/A		9/25/2016
snowflakeyourself.com	\$0.00	N/A		10/25/2017
snowflake-yourself.com	\$0.00	N/A		10/25/2017
specstores.com	\$0.00	N/A		5/14/2017
tellaero.biz	\$0.00	N/A		9/11/2016
tellaero.ca	\$0.00	N/A		9/11/2016
tellaero.com	\$0.00	N/A		9/11/2016
tellaero.mobi	\$0.00	N/A		9/11/2016
tellaero.mx	\$0.00	N/A		9/11/2016
tellaero.net	\$0.00	N/A		9/11/2016
tellaero.us	\$0.00	N/A		9/11/2016
tellps.biz	\$0.00	N/A		9/11/2016
tellps.ca	\$0.00	N/A		9/11/2016
tellps.com	\$0.00	N/A		9/11/2016
tellps.mobi	\$0.00	N/A		9/11/2016
tellps.mx	\$0.00	N/A		9/11/2016
tellps.net	\$0.00	N/A		9/11/2016
tellps.us	\$0.00	N/A		9/11/2016
theaeroway.com	\$0.00	N/A		11/6/2018
theaeroway.info	\$0.00	N/A		11/6/2018
theaeroway.mobi	\$0.00	N/A		11/6/2018
theaeroway.net	\$0.00	N/A		11/6/2018
theaeroway.org	\$0.00	N/A		11/6/2018
theaeroway.xxx	\$0.00	N/A		11/6/2018
thisisaero.ca	\$0.00	N/A		6/18/2017
thisisaero.com	\$0.00	N/A		6/18/2017
thisisaero.info	\$0.00	N/A		6/18/2017
thisisaero.mobi	\$0.00	N/A		6/18/2017
thisisaero.us	\$0.00	N/A		6/18/2017

Schedule A/B: Part 10, Question 61 - Internet domain names and websites

Description of the Property	Net Book Value of Debtor's Interest	Valuation Method Used for Current Value	Amount as of Petition	Expiration Date
thisisaero.us.com	\$0.00	N/A		6/18/2017
tokyodarling.biz	\$0.00	N/A		2/24/2018
tokyodarling.com	\$0.00	N/A		2/24/2018
tokyodarling.info	\$0.00	N/A		2/24/2018
tokyodarling.mobi	\$0.00	N/A		2/24/2018
tokyodarling.net	\$0.00	N/A		2/24/2018
tokyodarling.tv	\$0.00	N/A		2/24/2018
tokyodarling.us.com	\$0.00	N/A		2/24/2018
tokyodarling.xxx	\$0.00	N/A		2/24/2018
wedenimdareyou.mobi	\$0.00	N/A		Expired
womensaeropostale.com	\$0.00	N/A		3/4/2017
wwaeropostale.com	\$0.00	N/A		4/1/2017

Fill in this information to identify the case:

Debtor name **Aeropostale Procurement Company, Inc.**
 United States Bankruptcy Court for the: SOUTHERN DISTRICT OF NEW YORK
 Case number (if known) **16-11276**

☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

		Column A Amount of claim Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
2.1	See Schedule D Attachment Creditor's Name Describe debtor's property that is subject to a lien Describe the lien Is the creditor an insider or related party? <input type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H) Do multiple creditors have an interest in the same property? <input type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority. As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	Unknown	Unknown
	Creditor's mailing address Creditor's email address, if known Date debt was incurred Last 4 digits of account number		

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any. \$0.00

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity

In re Aeropostale Procurement Company, Inc.
Case No. 16-11276
Schedule D: Part 1 - Creditors Who Have Claims Secured by Property

Creditor Name	Address1	Address2	Address3	City	State	Zip	Email	Last 4 Digits of Account Number	Insider or Related Party?	CoDebtor	If Multiple Creditors Have in Interest in the Same Property, Specific Each Creditor and Its Relative Priority	Date Debt was Incurred, Description of Debtor's Property Subject to the Lien and the Nature of Lien	Contingent	Unliquidated	Disputed	Amount of Claim (Do not deduct the value of the collateral)	Value of Collateral that Supports this Claim
Aero Investors, LLC, as Agent	c/o Sycamore Partners	9 West 57th Street	31st Floor	New York	NY	10019	skaluzny@sycamorepartners.com; jwoodworth@sycamorepartners.com			x		May 23, 2014, Transaction Documents by and among AERO INVESTORS, LLC, its afficiates and AEROPOSTALE, INC.	X	X	X	Unliquidated	Unknown
Bank of America, N.A.	100 Federal Street	9th Floor		Boston	MA	02110				x		September 22, 2011				\$0.00	Unknown

Fill in this information to identify the case:

Debtor name **Aeropostale Procurement Company, Inc.**
United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**
Case number (if known) **16-11276**

☐ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

☐ No. Go to Part 2.

☒ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

		Total claim	Priority amount
2.1	Priority creditor's name and mailing address See Schedule E/F: Part 1 - Attachment	Unknown	Unknown
	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed		
	Date or dates debt was incurred		
	Basis for the claim:		
	Last 4 digits of account number		
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)		
	Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes		

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		Amount of claim
3.1	Nonpriority creditor's name and mailing address See Schedule E/F: Part 2 Attachment	\$1,288,262,558.40
	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	
	Date(s) debt was incurred	
	Last 4 digits of account number	
	Basis for the claim:	
	Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1	5a. Total of claim amounts
Official Form 206E/F	Schedule E/F: Creditors Who Have Unsecured Claims

Debtor **Aeropostale Procurement Company, Inc.**
Name

Case number (if known) **16-11276**

5b. Total claims from Part 2

5b. + \$ **0.00**
1,288,262,558.40

5c. Total of Parts 1 and 2
Lines 5a + 5b = 5c.

5c. \$ **1,288,262,558.40**

In re Aeropostale Procurement Company, Inc.
Case No. 16-11276
Schedule E: Part 1 - Priority Unsecured Claims

CREDITOR'S NAME	ACCOUNT NUMBER	ADDRESS 1	ADDRESS 2	ADDRESS 3	ADDRESS 4	CITY	STATE	ZIP	DATE CLAIM WAS INCURRED	NATURE OF LIEN AND DESCRIPTION	CONTINGENT	UNLIQUIDATED	DISPUTED	TOTAL AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
New Jersey Division of Taxation		State of New Jersey	Division of Taxation	Revenue Processing Center	P.O. Box 666	Trenton	NJ	08646-0666		Regulatory and Taxes	X	X	X	Unknown	Unknown	

In re Aeropostale Procurement Company, Inc.
Case No. 16-11276
Schedule E/F: Part 2 - Creditors With Nonpriority Unsecured Claims

Creditor Name	Address1	Address2	Address3	Address4	City	State	Zip	Country	Last 4 Digits of Account Number	Date Debt was Incurred	Nature of Lien and Description	Contingent	Unliquidated	Disputed	Claim subject to offset?	Total Claim
24 SEVEN	PO BOX 5730				HICKSVILLE	NY	11802-5730		49729	Various	General Expense					\$20,280.88
A.I. FRIEDMAN, LP	PO BOX 28598				NEW YORK	NY	10087-8598		100538	3/4/2016	General Expense					\$1,086.68
ACE-WALCO & PEST CONTROL	138 E. EDGAR ROAD				LINDEN	NJ	07036-3201		29894	4/13/2016	General Expense					\$352.39
ADMIRAL COURIER SERVICES, INC		18 WEST 30TH STREET	2ND FLOOR		NEW YORK	NY	10001		15753	Various	General Expense					\$553.40
Aéropostale, Inc.	112 W 34th Street	22nd Floor			New York	NY	10120			Various	Intercompany Liability					\$1,269,318,141.03
AFN DBA JES APPAREL	8104 CAZENOVIA ROAD				MANLIUS	NY	13104		36542	Various	Merchandise					\$132,051.70
ALERT SPRINKLER CO INC	PO BOX 558	300 BUCKELEW AVE			JAMESBURG	NJ	08831		109047	4/21/2016	General Expense					\$3,145.80
ALEXANDRA LOMBARD	2050 FEDERAL AVE				LOS ANGELES	CA	90025		111630	3/1/2016	General Expense					\$1,000.00
ALLURE EYEWEAR	28243 NETWORK PLACE				CHICAGO	IL	60673-1282		33044	Various	Merchandise					\$120,645.80
ALLURE JEWELRY & ACCESSOR	9705 45TH AVE N #41305				PLYMOUTH	MN	55441		45434	Various	Merchandise					\$30,646.44
ALMAR SALES INC	320 FIFTH AVE				NEW YORK	NY	10001		3577	Various	Merchandise					\$841.50
AMERICAN ACCESSORIES INC	P.O. BOX 31001-2258				PASADENA	CA	91110-2258		83676	Various	Merchandise					\$81,714.80
AMERICAN HANGER	687 LEHIGH AVENUE				UNION	NJ	07083-7625		76342	Various	General Expense					\$161.54
ANGEL WILLIAMS	2719 FARRAGUT ROAD	APT 1A			BROOKLYN	NY	11210		111052	4/14/2016	General Expense					\$1,600.00
ANONA STUDIO LLC	122 WEST PENN STREET				PHILADELPHIA	PA	19144		110282	Various	General Expense					\$5,150.00
APPALOOSA LONDON	UNIT 13 BALTIMORE HOUSE	BATTERSEA REACH, JUNIPER DRIVE			LONDON		SW18 1TS	United Kingdom (Great Britain)	104834	4/12/2016	General Expense					\$500.00
ARAMARK REFRESHMENT SERVICES	6800 JERICHO TPKE.	SUITE 120W			SYOSSET	NY	11791		108581	Various	General Expense					\$402.65
ART DEPARTMENT	71 WEST 23RD STREET	SUITE 302			NEW YORK	NY	10010		110634	2/29/2016	General Expense					\$3,768.40
ATELIER MANAGEMENT	529 S. BROADWAY	SUITE #305			LOS ANGELES	CA	90013		110813	Various	General Expense					\$14,502.42
ATOM DESIGNS	GIFFIN BUSINESS CENTRE	443 NEW CROSS ROAD			LONDON		SE146TA	United Kingdom (Great Britain)	21791	4/12/2016	General Expense					\$600.00
ATRIUM STAFFING	625 LIBERTY AVE	SUITE 200			PITTSBURGH	PA	15222		108368	Various	General Expense					\$9,858.40
AUBRIE A VALOIS	233 EAST 89TH STREET	APT B3			NEW YORK	NY	10128		111634	4/11/2016	General Expense					\$712.50
AVERY DENNISON	15178 COLLECTION CENTER DRIVE				CHICAGO	IL	60693		12284	Various	General Expense					\$38.14
BALLET GROUP INC	3 EMPIRE BLVD				SOUTH HACKENSACK	NJ	07606		16911	Various	Merchandise					\$55,088.04
BBASE IDG LTD	2505 THE CENTRIUM	60 WYNDHAM ST			CENTRAL HONG KONG	HK		Hong Kong	77809	Various	Merchandise					\$428,762.32
BEAU SIMMONS	24867 NUEVA VISTA DR				LAGUNA NIGUEL	CA	92677		110917	Various	General Expense					\$4,000.00
BERRY JEWELRY	29 WEST 38TH ST	16TH FL			NEW YORK	NY	10018		41589	Various	Merchandise					\$40,201.76
BOOM LLC	800 Third Avenue	2nd Floor			New York	NY	10022		40395	Various	Merchandise					\$655.68
BOROUGH OF SOUTH RIVER-UT	PO Box 96250				WASHINGTON	DC	20090-6250		49173	4/28/2016	Utility					\$921.56
BRANDON THOMAS LTD	1407 BROADWAY	SUITE 817			NEW YORK	NY	10018		92109	Various	Merchandise					\$23,574.50
BUCKEYE BUSINESS PRODUCTS INC	P.O. BOX 392340				CLEVELAND	OH	44193		43869	Various	General Expense					\$13,665.60
C LAVIGNE MANAGEMENT INC	13-15 WEST 28TH STREET	8TH FLOOR			NEW YORK	NY	10001		111654	4/15/2016	General Expense					\$3,467.99
CANVAS PRINT STUDIO LTD	20 WATERSON STREET				LONDON	UK	E28HL	United Kingdom (Great Britain)	111509	3/2/2016	General Expense					\$1,300.00
CEDAR GRAPHICS, INC	1700 OCEAN AVE				RONKONKOMA	NY	11779		12287	Various	General Expense					\$88,722.00
CHRISTY RILING STUDIO LLC	325 WEST 38TH STREET	SUITE 408			NEW YORK	NY	10018		111159	Various	General Expense					\$2,611.61
CITY OF ONTARIO	303 EAST B STREET				ONTARIO	CA	91764		20611	4/14/2016	General Expense					\$264.00
C-LIFE GROUP LTD	1400 BROADWAY	SUITE 700			NEW YORK	NY	10018		36017	Various	Merchandise					\$184.00
COLETTE AND BLUE LLC	PO BOX 629				WEST CHESTER	PA	19381		104404	4/4/2016	General Expense					\$1,250.00
COLOR SOLUTIONS INTERNATIONAL	9844- A SOUTHERN PINE BLVD				CHARLOTTE	NC	28273		110579	Various	General Expense					\$3,917.00
CONDE NAST	PO BOX 5350				NEW YORK	NY	10087-5350		40078	Various	General Expense					\$196,556.76
CONTINENTAL TRAFFIC SERVICE	5100 POPULAR AVENUE	15TH FLOOR			MEMPHIS	TN	38137		110966	Various	General Expense					\$12,486.00
CR INDUSTRIAL SVCS, INC.	77 CLIFFWOOD AVE	SUITE 6D			CLIFFWOOD	NJ	07721		50942	Various	General Expense					\$1,544.77
CROWN EQUIPMENT CORP	P.O. BOX 641173				CINCINNATI	OH	45264-1173		48721	Various	General Expense					\$813.82
CUCAMONGA VALLEY WATER	DISTRICT	PO BOX 51788			LOS ANGELES	CA	90051-6088		20344	Various	Utility					\$1,636.92
DEMATIC CORP	684125 NETWORK PLACE				CHICAGO	IL	60673-1684		109934	Various	General Expense					\$1,114.99
DESCARTES SYSTEMS USA LLC	P.O Box 404037				ATLANTA	GA	30384-4037		111407	Various	General Expense					\$6,141.92
DIGIFAB SYSTEMS INC	5015 PACIFIC BLVD				LOS ANGELES	CA	90058		106432	3/31/2016	General Expense					\$4,281.48
DIGITAL COLOR CONCEPTS	42 WEST 39TH STREET				NEW YORK	NY	10018		15754	Various	General Expense					\$91,934.79
DNA MODEL MANAGEMENT LLC	555 WEST 25TH STREET	6TH FLOOR			NEW TORK	NY	10001		109842	4/21/2016	General Expense					\$18,000.00
ESRT 112 West 34th Street, L.P.	c/o Stern Tannenbaum & Bell LLP	380 Lexington Avenue			New York	NY	10168		Index Number: 61927/16	4/22/2016	Open Litigation	X		X		\$0.00
ESTI STUDIO INC	110 W 40TH STREET	STE# 2001			NEW YORK	NY	10018		18435	4/19/2016	General Expense					\$3,650.00
EYEKING, LLC	10 HUB DRIVE	SUITE 104			MELVILLE	NY	11747		81568	Various	Merchandise					\$15,088.60
FEDERAL EXPRESS	PO BOX 371461				PITTSBURGH	PA	15250-7461		74073	Various	General Expense					\$289.71
FIESTA JEWELRY	250 ESTEN AVE	SUITE A1			PAWTUCKET	RI	02860		25444	Various	Merchandise					\$58,304.40
FINELINE TECHNOLOGIES	P.O. BOX 934219				ATLANTA	GA	31193		21347	Various	General Expense					\$8,795.02
FIRST CORPORATE SEDANS, INC.	GENERAL POST OFFICE	LOCKBOX 5389			NEW YORK	NY	10087-5389		104599	Various	General Expense					\$3,323.47
FIT MODELS LLC	124 EAST 40TH ST	SUITE 1103			NEW YORK	NY	10016		28929	Various	General Expense					\$2,430.00
FLEXFIT LLC	350 KARIN LANE				HICKSVILLE	NY	11801		75828	Various	Merchandise					\$196,821.04
FOOD MERCHANTS	315 MADISON AVE	SUITE 1501			NEW YORK	NY	10017		12486	Various	General Expense					\$290.08
FORTUNE FOOTWEAR	174 HUDSON STREET	3RD FLOOR			NEW YORK	NY	10013		13134	Various	Merchandise					\$287.55
FOUND DESIGN STUDIO LIMITED	19 MICLEROSS CLOSE	MICKLEOVER			DERBY	UK	DE3 9JF	United Kingdom (Great Britain)	110621	4/8/2016	General Expense					\$1,100.00
FRESHBITES	56 EAST 34TH STREET				NEW YORK	NY	10016		111487	Various	General Expense					\$464.97
GERARDI PRESS INC	3-3 LUGER ROAD	PO BOX 545			DENVILLE	NJ	07834		20741	Various	General Expense					\$344.54
GINA GROUP	10 WEST 33RD STREET				NEW YORK	NY	10001		99318	Various	Merchandise					\$8,064.00
GMA DBA CAPELLI NEW YORK	1 EAST 33RD STREET	9TH FLOOR			NEW YORK	NY	10016		61522	Various	Merchandise					\$15,270.00
GRAINGER, INC.	DEPT 860421239				PALATINE	IL	60038-0001		49215	Various	General Expense					\$2,894.79
GRAMERCY CREATIVE LLC	100 MASBETH AVE	SUITE 3F			BROOKLYN	NY	11211		111644	4/27/2016	General Expense					\$2,170.00
GSCM LLC	C/ O GSCM LIMITED UG FLOOR	926-928 CHEUNG SHA WAN RD			KOWLOON		852	Hong Kong	34537	Various	Merchandise					\$335,328.10
HANSAE CO LTD	(YEOUIDO-DONG,5F) 29	EUNHAENH-RO YEONGDEUNGPO-GU			SEOUL		150-739	Republic of Korea	93705	Various	Merchandise					\$1,242,937.31
HEARST MAGAZINES	PO BOX 25883				LEHIGH VALLEY	PA	18002-5883		15500	Various	General Expense					\$104,735.00
HUDSON STUDIOS	601 W. 6TH STREET	SUITE 1330			NEW YORK	NY	10001		110923	4/19/2016	General Expense					\$15,948.31
HYPNOTIC HATS	20 W 37TH STREET	5TH FLOOR			NEW YORK	NY	10018		48299	Various	Merchandise					\$108.90
IBOTTA INC	1660 17th Street	Suite 201			DENVER	CO	80202		110620	Various	General Expense					\$88,600.70
ID TECHNOLOGY	PO BOX 73419				CLEVELAND	OH	44193		18721	4/6/2016	General Expense					\$347.56
INTERSTATE WASTE SERVICES	P.O. BOX 554744				DETROIT	MI	48255-4744		48937	5/15/2016	General Expense					\$63.81
ISLAND CONTAINER CORP	44 ISLAND CONTAINER PLAZA				WHEATLEY HEIGHTS	NY	11798		103528	Various	General Expense					\$59,023.10
JESCO FOOTWEAR GROUP INC	37 WEST 37TH ST	SUITE 301			NEW YORK	NY	10018		6122	10/26/2015	Merchandise					\$192.00
JOHNNY ON THE SPOT, INC	3168 BORDENTOWN AVENUE				OLD BRIDGE	NJ	08857		20687	4/11/2016	General Expense					\$127.33

In re Aeropostale Procurement Company, Inc.
Case No. 16-11276
Schedule E/F: Part 2 - Creditors With Nonpriority Unsecured Claims

Creditor Name	Address1	Address2	Address3	Address4	City	State	Zip	Country	Last 4 Digits of Account Number	Date Debt was Incurred	Nature of Lien and Description	Contingent	Unliquidated	Disputed	Claim subject to offset?	Total Claim
K.W. RASTALL OIL	PO BOX 7174				NORTH BRUNSWICK	NJ	08902		21075	Various	General Expense					\$232.27
KEELERGORDON	UNIT 4, BAYFORD STREET	INDUSTRIAL ESTATE		BAYFORD STREET	LONDON	UK	E8 3SE		43706	Various	General Expense					\$1,950.00
KRISTIANNA SALEH	6 CARAWAY				IRVINE	CA	92604		111409	4/21/2016	General Expense					\$1,000.00
LANDSBERG	PO BOX 101144				PASADENA	CA	91189-1144		106264	7/17/2014	General Expense					\$166.43
LANDSCAPE MAINTENANCE SERVICES	491 AMWELL ROAD	BLG# 1	SUITE 100		HILLSBOROUGH	NJ	08844		107084	5/1/2016	General Expense					\$132.54
LEAH BRADLEY	324 COSTA MESA ST.	#B			COSTA MESA	CA	92627		111223	4/27/2016	General Expense					\$2,000.00
LF SOURCING (MWK) - GDT	1359 BROADWAY	18TH FLOOR	(GUANGDONG)		NEW YORK	NY	10018		61700	Various	Merchandise					\$63,090.78
LF SOURCING (MWK) - GES	1359 BROADWAY	18TH FLOOR	G.E.S.		NY	NY	10001		61703	Various	Merchandise					\$539,862.48
LF SOURCING (MWK) - SAT	1359 BROADWAY	18TH FLOOR	SEA-A		NEW YORK	NY	10018		61704	Various	Merchandise					\$802,564.43
LF SOURCING (MWK) - SLG	1359 BROADWAY	18TH FLOOR	SING LUN		NEW YORK	NY	10018		61702	Various	Merchandise					\$1,045.92
LF SOURCING MILLWORK LLC	350 FIFTH AVE	9TH FLOOR			NEW YORK	NY	10118		14136	Various	Merchandise					\$12,009,726.16
LIT - NORTHEND, LLC	PO BOX 6083				HICKSVILLE	NY	11808-6083		15209	Various	Store Rent/Lease					\$339,972.12
M&G PARTNERS LLP	DBA FASHION ANGEL	306 N MILWAUKEE ST			MILWAUKEE	WI	53202		70675	Various	Merchandise					\$4,711.00
MATTHEWS INTERNATIONAL CORP	TWO NORTSHORE CENTER				PITTSBURGH	PA	15212		110622	Various	General Expense					\$1,955.92
MCMMASTER - CARR SUPPLY CO	P.O. BOX 7690				CHICAGO	IL	60680-7690		48688	Various	General Expense					\$726.06
MCN PRODUCTIONS LLC	40 WEST 25TH STREET	5TH FLOOR			NEW YORK	NY	10010		111645	4/21/2016	General Expense					\$2,500.00
MEADOW SERVICES INC	PO BOX 357				SOUTH BOUND BROOK	NJ	08880		111518	1/17/2016	General Expense					\$963.00
MEDIAWORKS LLC	600 BRUSH HILL ROAD				MILTON	MA	02186		26218	4/11/2016	General Expense					\$2,400.00
MERISEL AMERICAS, INC.	DBA COLOR EDGE VISUAL	PO BOX 8500	LOCKBOX# 3672		PHILADELPHIA	PA	19178-3672		102529	Various	General Expense					\$7,045.90
METRO TAG & LABEL	24 PARK AVE				WEST ORANGE	NJ	07052		48617	4/15/2016	General Expense					\$704.00
METTLER - TOLEDO, INC.	PO BOX 100682				PASADENA	CA	91189		65456	4/13/2016	General Expense					\$480.12
MGF SOURCING US LLC	TSAM DELAWARE LLC	62506 COLLECTION CENTER DRIVE			CHICAGO	IL	60693		60651	Various	Merchandise					\$2,328.11
MISSION LINEN & UNIFORM	5400 ALTON ST				CHINO	CA	91710-7601		65410	4/21/2016	General Expense					\$94.97
MODEL SERVICE AGENCY	200 WEST 41ST STREET	SUITE 1000			NEW YORK	NY	10036		23501	Various	General Expense					\$2,925.00
MODERN MAST CORPORATION	200 PARK AVENUE	C/O JOSH BUTLER	SUITE 1615		NEW YORK	NY	10003		111415	1/12/2016	General Expense					\$6,000.00
NO TIES MANAGEMENT LLC	2810 WILBEE CT				SAN DIEGO	CA	92123		110096	4/20/2016	General Expense					\$7,200.00
NORMANN SHAY PRODUCTIONS INC	2122 BROADWAY				QUEENS	NY	11106		111642	4/19/2016	General Expense					\$4,000.00
OFFICE MAX INC	PO BOX 101705				ATLANTA	GA	30392-1705		45452	Various	General Expense					\$1,660.09
OWEN ONEILL LLC	20 GRAND AVENUE	APT 609			BROOKLYN	NY	11205		111625	5/5/2016	General Expense					\$1,280.00
PAC OPERATING LTD PARTNER	PO BOX 742339	CUSTOMER CODE: CT617387			LOS ANGELES	CA	90074-2339		109056	Various	Store Rent/Lease					\$171,717.50
PANTONE, INC	PO BOX 842859				BOSTON	MA	02284-2859		17688	Various	General Expense					\$552.96
PIXELFIRE PRODUCTIONS	12819 SE 38TH STREET	#514			BELLEVUE	WA	98006		105860	4/1/2016	General Expense					\$1,741.95
PRESIDENT CONTAINER, INC	P.O. BOX 387				WOOD-RIDGE	NJ	07075-0387		46827	4/21/2016	General Expense					\$8,412.00
PRINT STORIES LTD	8A CURWEN ROAD				LONDON	UK	W129AE	United Kingdom (Great Britain)	111510	3/2/2016	General Expense					\$650.00
PROCESS DISPLAYS CO	7108 31ST AVE N.				MINNEAPOLIS	MN	55427		107917	Various	General Expense					\$26,562.22
PROFESSIONAL GRAPHICS SYSTEMS	& SERVICES, INC	3 WEST MAIN STREET			ELMSFORD	NY	10523-2414		106366	Various	General Expense					\$3,374.69
PSE & G	P.O. BOX 14106				NEW BRUNSWICK	NJ	08906-4106		159	Various	Utility					\$2,260.79
PYRAMID CONTROL SYSTEMS	ATTN: ACCOUNTS RECEIVABLE	MATTHEWS INTL' CORPORATION	TWO NORTHSHORE CENTER		PITTSBURGH	PA	15212		78448	4/1/2016	General Expense					\$1,799.99
RAYMOND HANDLING	SOLUTIONS INC	FILE 1700	1801 W. OLYMPIC BLVD.		PASADENA	CA	91199-1700		20616	Various	General Expense					\$4,472.50
RAYMOND OF NEW JERSEY LLC	1000 BRIGHTON STREET				UNION	NJ	07083		50167	Various	General Expense					\$966.90
RB PRO OF NEW YORK INC.	601 WEST 26TH STREET	SUITE 1310			NEW YORK	NY	10001		102962	1/6/2016	General Expense					\$14,685.70
RELIABLE PAPER RECYCLING INC	1 CAVEN POINT				JERSEY CITY	NJ	07305		108323	4/4/2016	General Expense					\$2,996.00
RETEP SECURITY SYSTEMS	P.O. BOX 767				BOUND BROOK	NJ	08805		48237	4/26/2016	General Expense					\$802.50
RNOT LLC	301 CONGRESS	SUITE 700			AUSTIN	TX	78701		110963	Various	General Expense					\$253,797.93
ROYAL WHOLESALE ELECTRIC	PO BOX 14004				ORANGE	CA	92863		102310	Various	General Expense					\$111.20
RR DONNELLEY RECEIVABLES	PO BOX 842307				BOSTON	MA	02284-2307		103385	Various	General Expense					\$452,531.15
RUNNING STITCH INC	262 WEST 38TH STREET	SUITE 701			NEW YORK	NY	10018		111015	4/14/2016	General Expense					\$1,275.00
SALGADO LLC	165 MAC ARTHUR AVE				SAYREVILLE	NJ	08872		105609	4/25/2016	General Expense					\$286.23
SAM DAMESHEK PHOTOGRAPHY	752 BARRACUDA WAY				LAGUNA BEACH	CA	92651		111399	4/21/2016	General Expense					\$918.11
SCHYLLING INC	PO BOX 842358				BOSTON	MA	02284		2244	Various	Merchandise					\$1,701.00
SDI INDUSTRIES, INC.	13000 PIERCE STREET				PACOIMA	CA	91331		50389	3/24/2016	General Expense					\$262.27
SECURITAS SECURITY	SERVICES USA, INC	FILE 57220			LOS ANGELES	CA	90074-7220		20449	Various	General Expense					\$13,422.16
SEE MANAGEMENT INC	307 SEVENTH AVENUE	SUITE 1607			NEW YORK	NY	10001		111000	Various	General Expense					\$4,583.20
SHORR PACKAGING CORP	PO BOX 6800				AURORA	IL	60598-0800		109957	Various	General Expense					\$92,336.36
SOLOMON-PAGE GROUP, LLC	P.O. Box 75314				Chicago	IL	60675-5314		21595	Various	General Expense					\$37,542.51
SOUTHERN CALIF. EDISON	P.O. BOX 300				ROSEMead	CA	91772-0001		22865	Various	Utility					\$13,836.89
SPRING STUDIOS NEW YORK LLC	6 SAINT JOHNS LANE				NEW YORK	NY	10013		111649	Various	General Expense					\$7,491.26
STANLEY CONVERGENT	SECURITY SOLUTIONS	DEPT CH 10651			PALATINE	IL	60055		85128	4/13/2016	General Expense					\$140.00
SYSOMOS US INC	PO BOX 845062				LOS ANGELES	CA	90084-5062		111008	Various	General Expense					\$7,545.04
TANYA RAVICHANDRAN	20818 HANFORD DRIVE				CUPERTINO	CA	95014		111567	4/8/2016	General Expense					\$360.00
TEAM ARTIST REPRESENTATIVE INC	50 TERMINAL STREET	BLDG #2	SUITE 716		CHARLESTON	MA	02129		111655	4/25/2016	General Expense					\$1,980.00
THE COLORFIELD	344 W. 38TH STREET	6TH FLOOR			NEW YORK	NY	10018		40008	4/21/2016	General Expense					\$1,950.00
THE LIONS MODEL MANAGEMENT LLC	552 BROADWAY	PH 6			NEW YORK	NY	10012		111646	4/22/2016	General Expense					\$16,800.00
THE MACHINE MARKETING GROUP	LLC	208 WAGNER AVENUE			MAMARONECK	NY	10543		111656	5/3/2016	General Expense					\$6,000.00
THE WALL GROUP LA LLC	421 WEST 14TH STREET	2ND FLOOR			NEW YORK	NY	10014		109805	4/13/2016	General Expense					\$4,284.50
THOMPSON INDUSTRIAL SUPPLY	PO BOX 1029				RANCHO CUCAMONGA	CA	91729-1299		108187	Various	General Expense					\$727.46
TITANIUM MARKETING	425 FIFTH AVENUE	SUITE 601			NEW YORK	NY	10016		85355	Various	Merchandise					\$211,546.60
TOPHER SCOTT PHOTOGRAPHY	110 GREENWICH STREET	4A			NEW YORK	NY	10006		110925	4/25/2016	General Expense					\$950.00
TRANSPERFECT TRANSLATIONS INTL	INC.	3 PARK AVENUE	39TH FLOOR		NEW YORK	NY	10016		108251	Various	General Expense					\$4,143.75
TWITTER INC	LOCKBOX #6043	400 WHITE CLAY CENTER DRIVE			NEWARK	DE	19711		110331	3/31/2016	General Expense					\$11,966.50
ULINE	PO BOX 88741				CHICAGO	IL	60680-1741		48951	Various	General Expense					\$140.64
UNIMAC GRAPHICS	PO BOX 417595				BOSTON	MA	02241-7595		13251	3/23/2016	General Expense					\$57,995.06
UNITED PACKAGING SUPPLY	102 WHARTON ROAD				BRISTOL	PA	19007		108127	Various	General Expense					\$2,566.54
UPS	PO BOX 7247-0244				PHILADELPHIA	PA	19170-0001		101439	Various	General Expense					\$57,893.94
UPS SUPPLY CHAIN SOLUTION	CUSTOMS BROKERAGE SERVICE	28013 NETWORK PLACE			CHICAGO	IL	60673-1280		11796	Various	General Expense					\$2,205.19
VANTAGE ID APPLICATION IN	2400 FENTON ST	SUITE 204			CHULA VISTA	CA	91914		22178	Various	General Expense					\$4,350.24
VOOPRINT LTD	UNIT A- SPINNAKER HOUSE	BATTERSEA REACH	JUNIPER DRIVE		LONDON	UK	SW18 1 FR	United Kingdom (Great Britain)	110640	Various	General Expense					\$4,550.00
WENDY GREENBERG VINTAGE STUDIO	44 PROSPECT PARK WEST	#A1			BROOKLYN	NY	11215		108702	Various	General Expense					\$6,250.00
WILHELMINA INTERNATIONAL LTD	DEPT 8107	PO BOX 650002			DALLAS	TX	75265		107639	Various	General Expense					\$9,000.00
WILHELMINA KIDS &	CREATIVE MANAGEMENT LLC	300 PARK AVENUE SOUTH			NEW YORK	NY	10010		101497	Various	General Expense					\$1,080.00
XEROX CORPORATION	P.O. BOX 827598				PHILADELPHIA	PA	19182-7598		48336	Various	General Expense					\$472.40
Total:																\$1,288,262,558.40

Fill in this information to identify the case:

Debtor name Aeropostale Procurement Company, Inc.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF NEW YORK

Case number (if known) 16-11276

☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

☐ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

☒ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

See Schedule G Attachment

In re Aeropostale Procurement Company, Inc.
Case No. 16-11276
Schedule G: Executory Contracts and Unexpired Leases

										Description of Contract or Lease and Nature of Debtor's Interest; State the Remaining Term. List Contract Number of Any Government Contract.	Contract Origination Date	Contract Maturity Date	Debtor's Interest	Real Property (Y/N)
Store Number	Contract Counterparty	Address1	Address2	Address3	Address4	City	State	Zip	Country					
	Acella	Attn: General Counsel	300 W Franklin Street			Hagerstown	MD	21740		Line-Haul Transportation Agreement	1/23/2014	one year commencing on the effective date. Agreement automatically renews upon the same terms and conditions for additional one year periods.		
	Acella	Attn: General Counsel	300 W Franklin Street			Hagerstown	MD	21740		Transportation Agreement - Amendment No. 1	2/20/2014	All terms and conditions contained in the Agreement dated 1/23/14 shall remain in full force and effect.		
	Acella	Attn: General Counsel	300 W Franklin Street			Hagerstown	MD	21740		Transportation Agreement - Amendment No. 3	3/20/2014	All terms and conditions contained in the Agreement dated 1/23/14 shall remain in full force and effect.		
	Acella	Attn: General Counsel	300 W Franklin Street			Hagerstown	MD	21740		Transportation Agreement - Amendment No. 05	9/8/2014	All terms and conditions contained in the Agreement dated 1/23/14 shall remain in full force and effect.		
	Acella	Attn: General Counsel	300 W Franklin Street			Hagerstown	MD	21740		Transportation Agreement - Amendment No. 06	9/4/2014	All terms and conditions contained in the Agreement dated 1/23/14 shall remain in full force and effect.		
	Acella	Attn: General Counsel	300 W Franklin Street			Hagerstown	MD	21740		Transportation Agreement - Amendment No. 07	10/6/2014	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Acella	Attn: General Counsel	300 W Franklin Street			Hagerstown	MD	21740		Transportation Agreement - Amendment No. 08	1/15/2015	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Acella	Attn: General Counsel	300 W Franklin Street			Hagerstown	MD	21740		Transportation Agreement - Amendment No. 09	42083	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Acella	Attn: General Counsel	300 W Franklin Street			Hagerstown	MD	21740		Transportation Agreement - Amendment No. 10	42089	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Acella	Attn: General Counsel	300 W Franklin Street			Hagerstown	MD	21740		Transportation Agreement - Amendment No. 11	42104	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Acella	Attn: General Counsel	300 W Franklin Street			Hagerstown	MD	21740		Transportation Agreement - Amendment No. 12	42146	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Acella	Attn: General Counsel	300 W Franklin Street			Hagerstown	MD	21740		Transportation Agreement - Amendment No. 13	42165	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Acella	Attn: General Counsel	300 W Franklin Street			Hagerstown	MD	21740		Transportation Agreement - Amendment No. 14	42248	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Acella	Attn: General Counsel	300 W Franklin Street			Hagerstown	MD	21740		Transportation Agreement - Amendment No. 15	42263	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Aerobox Athletic Enterprises	Attn: General Counsel	225 West 106th Street	#7H		New York	NY	10025		Co-Existence Agreement	42347			
	Ancco, Inc	Attn: General Counsel	7 Times Square			New York	NY	10036		Co-Existence Agreement	42159	Remain in full force as long as the Parties, are using their respective Marks.		
	Avenel Truck & Equipment Inc.	Attn: General Counsel	200 Essex Ave. East			Avenel	NJ	07001		Schedule "A" # 2014-01 to the General Leasing Terms and Conditions	37118	60 month		
	Avenel Truck & Equipment Inc.	Attn: General Counsel	P.O. Box 167			Avenel	NJ	07001		Schedule "A" # 2011-02 to the General Leasing Terms and Conditions dated 8/1/2011	40756	72 month		
	Continental Traffic Service, Inc.	Attn: General Counsel	5100 Poplar Avenue, 15th Floor			Memphis	TN	38137		Service Agreement	41800	Term of 36 months from date first entered above. Renews on annual basis until cancelled.		
	DMS Express	Attn: General Counsel	1200 Newark Turnpike			Kearny	NJ	07032		Transportation Agreement- Amendment No. 01	41116	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	DMS Express	Attn: General Counsel	1200 Newark Turnpike			Kearny	NJ	07032		Transportation Agreement- Amendment No. 02	41007	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	DMS Express	Attn: General Counsel	1200 Newark Turnpike			Kearny	NJ	07032		Transportation Agreement- Amendment No. 03	41379	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	DMS Express	Attn: General Counsel	1200 Newark Turnpike			Kearny	NJ	07032		Transportation Agreement- Amendment No. 04	41673	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	DMS Express	Attn: General Counsel	1200 Newark Turnpike			Kearny	NJ	07032		Transportation Agreement- Amendment No. 05	41780	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	DMS Express	Attn: General Counsel	1200 Newark Turnpike			Kearny	NJ	07032		Transportation Agreement- Amendment No. 06	41883	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	DMS Express	Attn: General Counsel	1200 Newark Turnpike			Kearny	NJ	07032		Transportation Agreement- Amendment No. 07	42104	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Eagle Express Inc.	Attn: Joni Suller	7449 Shipley Avenue			Harmans	MD	21077		Transportation Agreement Amendment #7	41598			
	Eagle Express Inc.	Attn: Joni Suller	7449 Shipley Avenue			Harmans	MD	21077		Transportation Agreement Amendment #4	40714			
	Exel Freight Connect	Attn: General Counsel	226 N. 5th Street			Columbus	OH	43215		Transportation Agreement - Amendment No. 01	42280	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Exel Transportation	Attn: General Counsel	17330 Preston Road	Suite 200C		Dallas	TX	75252		Line-Haul Transportation Agreement	40168	1 year commencing on the effective date, unless earlier terminated.		
	FitzMark	Attn: General Counsel	4620 West 84th St, Suite 300			Indianapolis	IN	46268		Transportation Agreement - Amendment No. 01	41690	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	FitzMark	Attn: General Counsel	4620 West 84th St, Suite 300			Indianapolis	IN	46268		Transportation Agreement - Amendment No. 02	41890	All terms and conditions contained in the Agreement shall remain in full force and effect.		

In re Aeropostale Procurement Company, Inc.
Case No. 16-11276
Schedule G: Executory Contracts and Unexpired Leases

										Description of Contract or Lease and Nature of Debtor's Interest; State the Remaining Term. List Contract Number of Any Government Contract.	Contract Origination Date	Contract Maturity Date	Debtor's Interest	Real Property (Y/N)
Store Number	Contract Counterparty	Address1	Address2	Address3	Address4	City	State	Zip	Country					
	FitzMark	Attn: General Counsel	4620 West 84th St, Suite 300			Indianapolis	IN	46268		Transportation Agreement - Amendment No. 03	42248	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Forward Air Solutions Inc.	Attn: General Counsel	430 Airport Road			Greeneville	TN	37745		Amendment to Transportation Agreement - addition of store locations for deliveries	40287			
	Forward Air Solutions Inc.	Attn: General Counsel	430 Airport Road			Greeneville	TN	37745		Amendment to Transportation Agreement - addition of store locations for deliveries	40353			
	Forward Air Solutions Inc.	Attn: General Counsel	430 Airport Road			Greeneville	TN	37745		Amendment to Transportation Agreement - addition of store locations for deliveries	41339			
	Forward Air Solutions Inc.	Attn: General Counsel	430 Airport Road			Greeneville	TN	37745		Amendment to Transportation Agreement - addition of store locations for deliveries	41379			
	Forward Air Solutions Inc.	Attn: General Counsel	430 Airport Road			Greeneville	TN	37745		Amendment to Transportation Agreement - addition of store locations for deliveries	41395			
	Freight Systems Inc.	Attn: General Counsel	23059 Int'l Airport Center Blvd	Ste 101		Springfield Gardens	NY	11413		Transportation Agreement Amendment #3	40670			
	Freight Systems Inc.	Attn: General Counsel	23059 Int'l Airport Center Blvd	Ste 101		Springfield Gardens	NY	11413		Transportation Agreement Amendment #6	42324			
	Gilbert Express	Attn: General Counsel	1000 Riverside Dr.			Keasbey	NJ	08832		Transportation Agreement - Amendment No. 02	40680	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Gilbert Express	Attn: General Counsel	1000 Riverside Dr.			Keasbey	NJ	08832		Transportation Agreement - Amendment No. 03	40928	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Gilbert Express	Attn: General Counsel	1000 Riverside Dr.			Keasbey	NJ	08832		Transportation Agreement - Amendment No. 04	41049	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Gilbert Express	Attn: General Counsel	1000 Riverside Dr.			Keasbey	NJ	08832		Transportation Agreement - Amendment No. 05	41117	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Gilbert Express	Attn: General Counsel	1000 Riverside Dr.			Keasbey	NJ	08832		Transportation Agreement - Amendment No. 06	41386	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Gilbert Express	Attn: General Counsel	1000 Riverside Dr.			Keasbey	NJ	08832		Transportation Agreement - Amendment No. 07	41666	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Gilbert Express	Attn: General Counsel	1000 Riverside Dr.			Keasbey	NJ	08832		Transportation Agreement - Amendment No. 08	41698	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Gilbert Express	Attn: General Counsel	1000 Riverside Dr.			Keasbey	NJ	08832		Transportation Agreement - Amendment No. 10	41880	All terms and conditions contained in the Agreement shall remain in full force and effect.		
	Interstate Distributor	Attn: Pricing Department	11707 21st Ave Ct S			Tacoma	WA	98444		Transportation Agreement- Amendment No.05	40664			
	Interstate Distributor	Attn: Pricing Department	11707 21st Ave Ct S			Tacoma	WA	98444		Transportation Agreement- Amendment No.06	40842			
	Interstate Distributor	Attn: Pricing Department	11707 21st Ave Ct S			Tacoma	WA	98444		Transportation Agreement- Amendment No.07	40855			
	Interstate Distributor	Attn: Pricing Department	11707 21st Ave Ct S			Tacoma	WA	98444		Transportation Agreement- Amendment No.08	40855			
	Interstate Distributor	Attn: Pricing Department	11707 21st Ave Ct S			Tacoma	WA	98444		Transportation Agreement- Amendment No.09	41092			
	Interstate Distributor	Attn: Pricing Department	11707 21st Ave Ct S			Tacoma	WA	98444		Transportation Agreement- Amendment No.10	41365			
	Interstate Distributor	Attn: Pricing Department	11707 21st Ave Ct S			Tacoma	WA	98444		Transportation Agreement- Amendment No.10-A	41365			
	Interstate Distributor	Attn: Pricing Department	11707 21st Ave Ct S			Tacoma	WA	98444		Transportation Agreement- Amendment No.10-B	41699			
	Interstate Distributor	Attn: Pricing Department	11707 21st Ave Ct S			Tacoma	WA	98444		Transportation Agreement- Amendment No.11	41365			
	Interstate Distributor	Attn: Pricing Department	11707 21st Ave Ct S			Tacoma	WA	98444		Transportation Agreement- Amendment No.11-A	41857			
	Interstate Distributor	Attn: Pricing Department	11707 21st Ave Ct S			Tacoma	WA	98444		Transportation Agreement- Amendment No.12	41386			
	Interstate Distributor	Attn: Pricing Department	11707 21st Ave Ct S			Tacoma	WA	98444		Transportation Agreement- Amendment No.12A	41883			
	Interstate Distributor	Attn: Pricing Department	11707 21st Ave Ct S			Tacoma	WA	98444		Transportation Agreement- Amendment No.13	41666			
	Interstate Distributor	Attn: Pricing Department	11707 21st Ave Ct S			Tacoma	WA	98444		Transportation Agreement- Amendment No.14	42030			
	Li & Fung Limited	Attn: Marcus Tsang, General Counsel	888 Cheung Sha Wan Road	8th floor	LiFung Tower	Kowloon			Hong Kong	Master Sourcing Agreement	42037	10 year term, with automatic renewal for 1 year periods		
	Midland Transportaion	Attn: General Counsel	100 Midland Drive			Dieppe	NB	E1A 6X4	Canada	Transportation Agreement - Amendment No. 1	41416			
	Mode Transportation	Attn: General Counsel	17330 Preston Road	Suite 200C		Dallas	TX	75252-6035		Transportation Agreement- Amendment No.02	41264			
	Mode Transportation	Attn: General Counsel	17330 Preston Road	Suite 200C		Dallas	TX	75252-6035		Transportation Agreement- Amendment No.03	41393			
	Mode Transportation	Attn: General Counsel	17330 Preston Road	Suite 200C		Dallas	TX	75252-6035		Transportation Agreement- Amendment No.04	41576			
	Mode Transportation	Attn: General Counsel	17330 Preston Road	Suite 200C		Dallas	TX	75252-6035		Transportation Agreement- Amendment No.05	41698			
	Mode Transportation	Attn: General Counsel	17330 Preston Road	Suite 200C		Dallas	TX	75252-6035		Transportation Agreement- Amendment No.06	41725			
	Mode Transportation	Attn: General Counsel	17330 Preston Road	Suite 200C		Dallas	TX	75252-6035		Transportation Agreement- Amendment No.07	41859			
	Mode Transportation	Attn: General Counsel	17330 Preston Road	Suite 200C		Dallas	TX	75252-6035		Transportation Agreement- Amendment No.08	41862			

In re Aeropostale Procurement Company, Inc.
Case No. 16-11276
Schedule G: Executory Contracts and Unexpired Leases

Description of Contract or Lease and Nature of Debtor's Interest; State the Remaining Term. List Contract Number of Any Government Contract.														Contract Origination Date	Contract Maturity Date	Debtor's Interest	Real Property (Y/N)
Store Number	Contract Counterparty	Address1	Address2	Address3	Address4	City	State	Zip	Country								
	Mode Transportation	Attn: General Counsel	17330 Preston Road	Suite 200C		Dallas	TX	75252-6035		Transportation Agreement- Amendment No.09		42290					
	Mode Transportation, LLC f/k/a Exel Transportation Services, Inc	Attn: General Counsel	17330 Preston Road	Suite 200C		Dallas	TX	75252-6035		Amendment No 1 to Line-Haul Transportation Agreement between Exel Transportation Services, Inc and Aeropostale, Inc		40634					
	National Logistics Services	Attn: General Counsel	110 Iron Street			Etobicoke	ON	M9W 5L9	Canada	Transportation Agreement Ammendment #1		41487					
	National Logistics Services	Attn: Peter Reaume	110 Iron Street			Etobicoke	ON	M9W 5L9	Canada	Transportation Agreement		41276	The term of this Agreement shall be for a period of three (3) years commencing on the Effective Date, unless earlier terminated accordance with this Agreement (with 30 day notice)				
	National Logistics Services	Attn: Peter Reaume	110 Iron Street			Etobicoke	ON	M9W 5L9	Canada	Transportation Agreement		41302	The term of this Agreement shall be for a period of two (2) years commencing on the Effective Date, unless earlier terminated accordance with this Agreement				
	Orbis Logistics, LLC	Attn: General Counsel	13295 Illinois Street	Suite 143		Carmel	IN	46032-3019		Transportation Agreement - Amendment No. 1		41331					
	Orbis Logistics, LLC	Attn: General Counsel	13295 Illinois Street	Suite 143		Carmel	IN	46032-3019		Transportation Agreement - Amendment No. 2		41590					
	Orbis Logistics, LLC	Attn: General Counsel	13295 Illinois Street	Suite 143		Carmel	IN	46032-3019		Transportation Agreement - Amendment No. 3		41771					
	Palmer Dedicated Logistics, LLC	Attn: General Counsel	311 Industry Avenue			Springfield	MA	01104		Amendment to Transportation Agreement - addition of store locations for deliveries		40925					
	Palmer Dedicated Logistics, LLC	Attn: General Counsel	311 Industry Avenue			Springfield	MA	01104		Amendment to Transportation Agreement - addition of store locations for deliveries		41379					
	Palmer Dedicated Logistics, LLC	Attn: General Counsel	311 Industry Avenue			Springfield	MA	01104		Amendment to Transportation Agreement - addition of store locations for deliveries		41395					
	Sea Star Line, LLC	Attn: Melissa K. Wilson	10550 Deerwood Park Blvd	Suite 509		Jacksonville	FL	32256		TRANSPORTATION SERVICES AGREEMENT		41995	12/21/2015				
	Sea Star Line, LLC	Attn: Melissa K. Wilson	10550 Deerwood Park Blvd	Suite 509		Jacksonville	FL	32256		TRANSPORTATION SERVICES AGREEMENT		40672	4/30/2012				
	Sea Star Line, LLC	Attn: Melissa K. Wilson	10550 Deerwood Park Blvd	Suite 509		Jacksonville	FL	32256		TRANSPORTATION SERVICES AGREEMENT		40697	6/30/2012				
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 3		40612					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 4		40677					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 5		40669					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 6		40669					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 7		40879					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 8		40892					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 9		40998					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 10		41036					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 11		41120					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 12		41246					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 13		41291					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 14		41473					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 15		41716					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 16		41753					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 17		41791					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 18		41848					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 19		41911					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 20		41939					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 21		41911					
	Special Dispatch of California	Attn: John Dearing	16330 Phoebe Avenue			La Mirada	CA	90638		Transportation Agreement - Amendment No. 22		42324					
	Technicolor Global Logistics	Attn General Counsel	3233 Mission Oaks Blvd			Camarillo	CA	93012		Transportation agreement		41953					
	Technicolor Global Logistics	Attn General Counsel	3233 Mission Oaks Blvd			Camarillo	CA	93012		Transportation agreement		42048					
	Technicolor Global Logistics	Attn General Counsel	3233 Mission Oaks Blvd			Camarillo	CA	93012		Transportation agreement		42117					
	Technicolor Global Logistics	Attn General Counsel	3233 Mission Oaks Blvd			Camarillo	CA	93012		Transportation agreement		42156					
	Technicolor Global Logistics	Attn General Counsel	3233 Mission Oaks Blvd			Camarillo	CA	93012		Transportation agreement		42317					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832		TRANSPORTATION AGREEMENT – AMENDMENT No. 04		40525					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832		TRANSPORTATION AGREEMENT – AMENDMENT No. 05		40473					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832		TRANSPORTATION AGREEMENT – AMENDMENT No. 06		40588					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832		TRANSPORTATION AGREEMENT – AMENDMENT No. 07		40612					

In re Aeropostale Procurement Company, Inc.
Case No. 16-11276
Schedule G: Executory Contracts and Unexpired Leases

Description of Contract or Lease and Nature of Debtor's Interest; State the Remaining Term. List Contract Number of Any Government Contract.														Contract Origination		Contract Maturity Date		Debtor's Interest	Real Property (Y/N)
Store Number	Contract Counterparty	Address1	Address2	Address3	Address4	City	State	Zip	Country					Date					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832					TRANSPORATION AGREEMENT – AMENDMENT No. 08	40624					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832					TRANSPORATION AGREEMENT – AMENDMENT No. 09	40391					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832					TRANSPORATION AGREEMENT – AMENDMENT No. 10	40644					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832					TRANSPORATION AGREEMENT – AMENDMENT No. 11	40819					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832					TRANSPORATION AGREEMENT – AMENDMENT No. 13	40959					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832					TRANSPORATION AGREEMENT – AMENDMENT No. 14	40998					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832					TRANSPORATION AGREEMENT – AMENDMENT No. 15	41295					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832					TRANSPORATION AGREEMENT – AMENDMENT No. 16	41372					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832					TRANSPORATION AGREEMENT – AMENDMENT No. 17	41451					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832					TRANSPORATION AGREEMENT – AMENDMENT No. 18	41502					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832					TRANSPORATION AGREEMENT – AMENDMENT No. 19	41513					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832					TRANSPORATION AGREEMENT – AMENDMENT No. 20	41939					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832					TRANSPORATION AGREEMENT – AMENDMENT No.22	42102					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832					TRANSPORATION AGREEMENT – AMENDMENT No.23	42156					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832					TRANSPORATION AGREEMENT – AMENDMENT No.24	42280					
	The Gilbert Company	Attn: General Counsel	1000 Industrial Avenue			Keasby	NJ	08832					TRANSPORATION AGREEMENT – AMENDMENT No.25	42457					
	TSAM (Delaware) LLC (d/b/a MGF Sourcing US, LLC)	Attn: James Schwartz, CEO	4200 Regent St.	Suite 205		Columbus	OH	43219					Sourcing Agreement	41782	10 year term, with automatic renewal for 1 year periods				
	VSS carriers	Attn: General Counsel	1325 west beltline Rd			Carrolton	TX	10120					Transportation agreement Amendmenet No. 01	41913					

Fill in this information to identify the case:

Debtor name **Aeropostale Procurement Company, Inc.**
United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**
Case number (if known) **16-11276**

☐ Check if this is an amended filing

Official Form 206H Schedule H: Your Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

- ☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

Name	Mailing Address	Name	Check all schedules that apply:
2.1 Aero GC Management LLC	c/o Aeropostale, Inc. 112 W. 34th Street, 22nd Floor New York, NY 10120	Aero Investors, LLC	<input checked="" type="checkbox"/> D _____ <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.2 Aeropostale Licensing, Inc.	c/o Aeropostale, Inc. 112 W. 34th Street, 22nd Floor New York, NY 10120	Aero Investors, LLC	<input checked="" type="checkbox"/> D _____ <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.3 Aeropostale West, Inc.	c/o Aeropostale, Inc. 112 W. 34th Street, 22nd Floor New York, NY 10120	Aero Investors, LLC	<input checked="" type="checkbox"/> D _____ <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.4 Aeropostale, Inc.	112 W. 34th Street 22nd Floor New York, NY 10120	Aero Investors, LLC	<input checked="" type="checkbox"/> D _____ <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____

Debtor **Aeropostale Procurement Company, Inc.**

Case number (if known) **16-11276**

Additional Page to List More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor

Column 2: Creditor

2.5	GoJane LLC	c/o Aeropostale, Inc. 112 W. 34th Street, 22nd Floor New York, NY 10120	Aero Investors, LLC	<input checked="" type="checkbox"/> D _____ <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.6	Jimmy'Z Surf Co.,LLC	c/o Aeropostale, Inc. 112 W. 34th Street, 22nd Floor New York, NY 10120	Aero Investors, LLC	<input checked="" type="checkbox"/> D _____ <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.7	P.S. from Aeropostale, Inc.	c/o Aeropostale, Inc. 112 W. 34th Street, 22nd Floor New York, NY 10120	Aero Investors, LLC	<input checked="" type="checkbox"/> D _____ <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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Fill in this information to identify the case:

Debtor name **Aeropostale Procurement Company, Inc.**

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF NEW YORK

Case number (if known) **16-11276**

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **June 17, 2016**

X /s/ David Dick

Signature of individual signing on behalf of debtor

David Dick

Printed name

Chief Financial Officer

Position or relationship to debtor